



APPLICATION ACCEPTED: May 26, 2011
APPLICATION AMENDED: July 19, 2011
PLANNING COMMISSION: September 21, 2011
BOARD OF SUPERVISORS: Not Scheduled

County of Fairfax, Virginia

September 7, 2011

STAFF REPORT

APPLICATION SE 2011-LE-005

Concurrent with PCA 81-L-093-03, PCA 82-L-083-02, PCA 83-L-074

LEE DISTRICT

APPLICANTS: Cellco Partnership d/b/a Verizon Wireless &
New Cingular Wireless PCS, LLC
d/b/a AT&T Mobility

ZONING: C-8 (Highway Commercial District)

PARCEL: 81-2 ((1)) 12B;
81-2 ((3)) 1, 2

ACREAGE: 3.14 acres

FAR: 0.53

OPEN SPACE: 19.7%

PLAN MAP: Hotel

SE CATEGORY: Section 9-607;
Category 6, Use 3; Increase in Building Height

PROPOSAL: Increase the permitted height from 80 feet to 98 feet to
allow for additional telecommunication facilities in
excess of 25% of the roof top coverage. Amend the
proffers to reference the new development plan in
relation to the increased height.

The applications are concurrent with a feature shown
application (FS-L11-27) for the additional
telecommunication facilities. (Distributed separately)

William Mayland, AICP

STAFF RECOMMENDATIONS:

Staff recommends approval of SE 2011-LE-005, subject to the proposed development conditions contained in Appendix 1.

Staff recommends approval of PCA 81-L-093-03, PCA 82-L-083-03, and PCA 83-L-074 subject to the execution of the proffers consistent with those contained in Appendix 2.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions, relieve the applicants/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards; and that, should this application be approved, such approval does not interfere with, abrogate or annul any easements, covenants, or other agreements between parties, as they may apply to the property subject to this application.

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

For information, contact the Zoning Evaluation Division, Department of Planning and Zoning, 12055 Government Center Parkway, Suite 801, Fairfax, Virginia 22035-5505, (703) 324-1290 TTY 711 (Virginia Relay Center).

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Special Exception

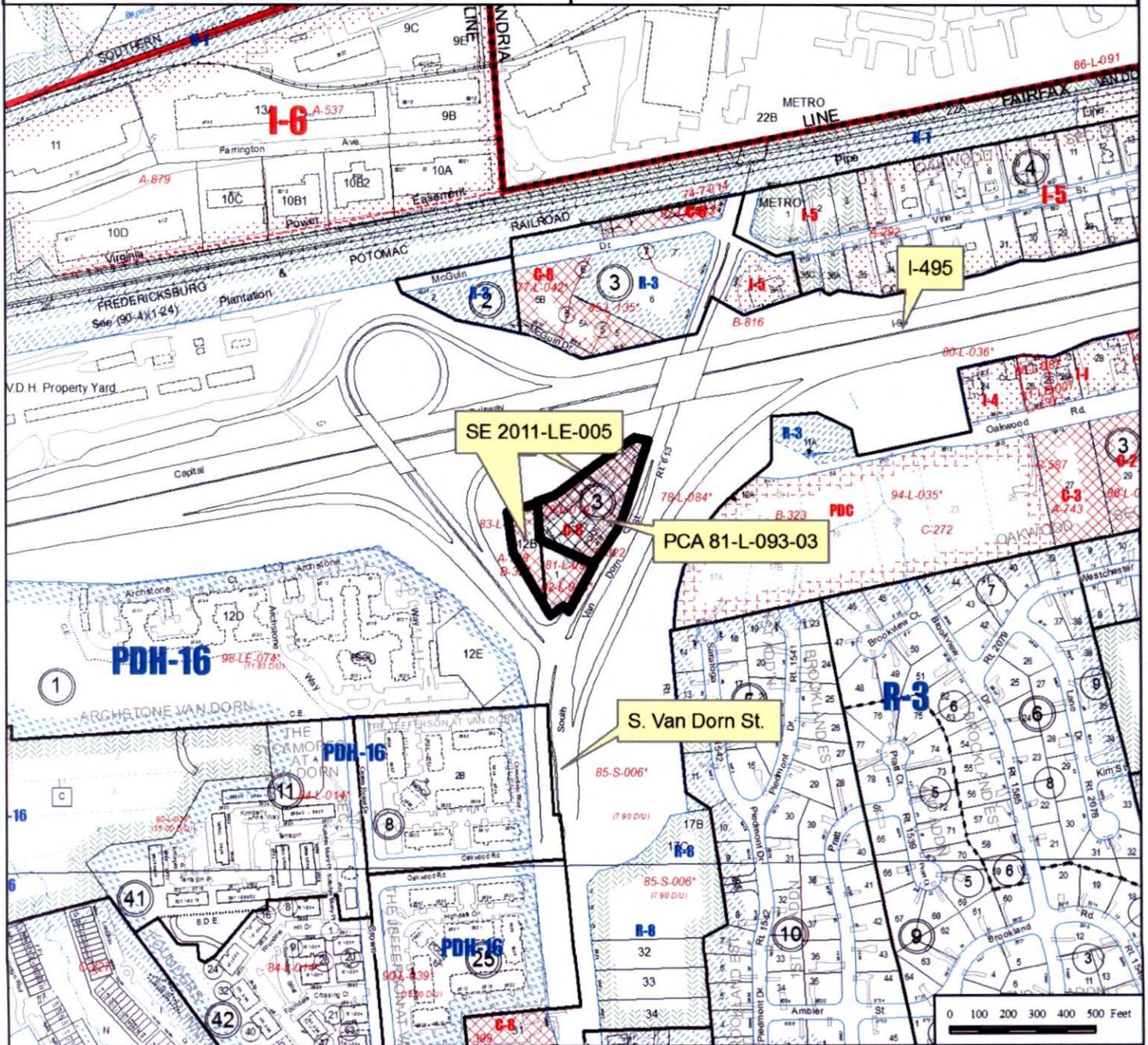
SE 2011-LE-005

Applicant: CELLCO PARTNERSHIP D/B/A VERIZON WIRELESS & NEW CINGULAR WIRELESS PCS, LLC D/B/A AT&T MOBILITY
Accepted: 05/26/2011
Proposed: INCREASE IN BUILDING HEIGHT
Area: 3.14 AC OF LAND; DISTRICT - LEE
Zoning Dist Sect: 09-0607
Art 9 Group and Use: 6-03
Located: 5716 SOUTH VAN DORN STREET
Zoning: C-8
Plan Area: 4
Map Ref Num: 081-2- /01/ /0012B /03/ /0001 /03/ /0002

Proffered Condition Amendment

PCA 81-L-093-03

Applicant: CELLCO PARTNERSHIP D/B/A VERIZON WIRELESS & NEW CINGULAR WIRELESS PCS, LLC D/B/A AT&T MOBILITY
Accepted: 05/26/2011
Proposed: AMEND RZ 81-L-093-03 PREVIOUSLY APPROVED FOR COMMERCIAL DEVELOPMENT TO PERMIT SITE MODIFICATIONS
Area: 1.88 AC OF LAND; DISTRICT - LEE
Located: SOUTHWEST QUADRANT OF THE INTERSECTION OF SOUTH VAN DORN STREET AND THE CAPITOL BELTWAY
Zoning: C-8
Map Ref Num: 081-2- /03/ /0002



Proffered Condition Amendment

PCA 82-L-083-02

Applicant: CELLCO PARTNERSHIP D/B/A VERIZON WIRELESS & NEW CINGULAR WIRELESS PCS, LLC D/B/A/ AT&T MOBILITY

Accepted: 05/26/2011

Proposed: AMEND RZ-82-L-083 PREVIOUSLY APPROVED FOR COMMERCIAL DEVELOPMENT TO PERMIT SITE MODIFICATIONS

Area: 26969 SF OF LAND; DISTRICT - LEE

Located: SOUTHWEST QUADRANT OF THE INTERSECTION OF SOUTH VAN DORN STREET AND THE CAPITAL BELTWAY

Zoning: C- 8

Map Ref Num: 081-2- /03/ /0001

Proffered Condition Amendment

PCA 83-L-074

Applicant: CELLCO PARTNERSHIP D/B/A VERIZON WIRELESS & NEW CINGULAR WIRELESS PCS, LLC D/B/A/ AT&T MOBILITY

Accepted: 05/26/2011

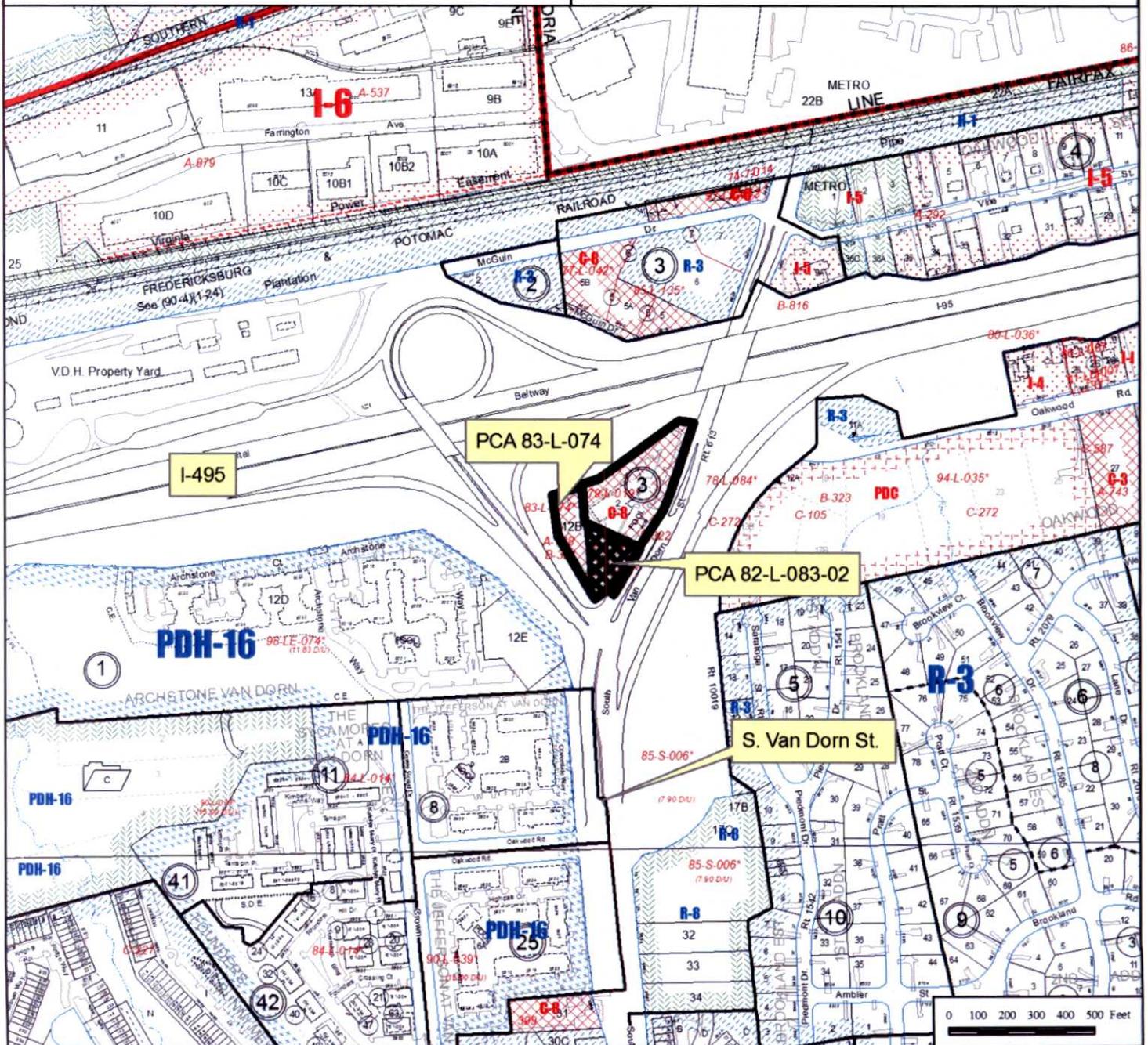
Proposed: AMEND RZ-83-L-074 PREVIOUSLY APPROVED FOR COMMERCIAL DEVELOPMENT TO PERMIT SITE MODIFICATIONS

Area: 27958 SF OF LAND; DISTRICT - LEE

Located: SOUTHWEST QUADRANT OF THE INTERSECTION OF SOUTH VAN DORN STREET AND THE CAPITAL BELTWAY

Zoning: C- 8

Map Ref Num: 081-2- /01/ /0012B



A B C D E F G H J K L M N P Q R



MORRIS & RITCHIE ASSOCIATES, INC.
 1000 N. 10th Street, Suite 100
 Arlington, VA 22201
 703.243.8800



Verizon Wireless

**YAN DORN - COMFORT IN
 THE SOUTH YAN DORN STREET
 (ALLEN COUNTY, VA 22101 (ALLEN COUNTY))**

REVISIONS:

NO.	DESCRIPTION	DATE

EXISTING SITE ELEMENTS

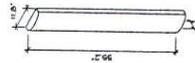
PROPERTY LINE	---
1' CONTOUR LINE	- - - -
5' CONTOUR LINE	- - - -
ROADWAY	=====
TREE	⊕

PROPOSED AT&T PLATFORM SETBACKS

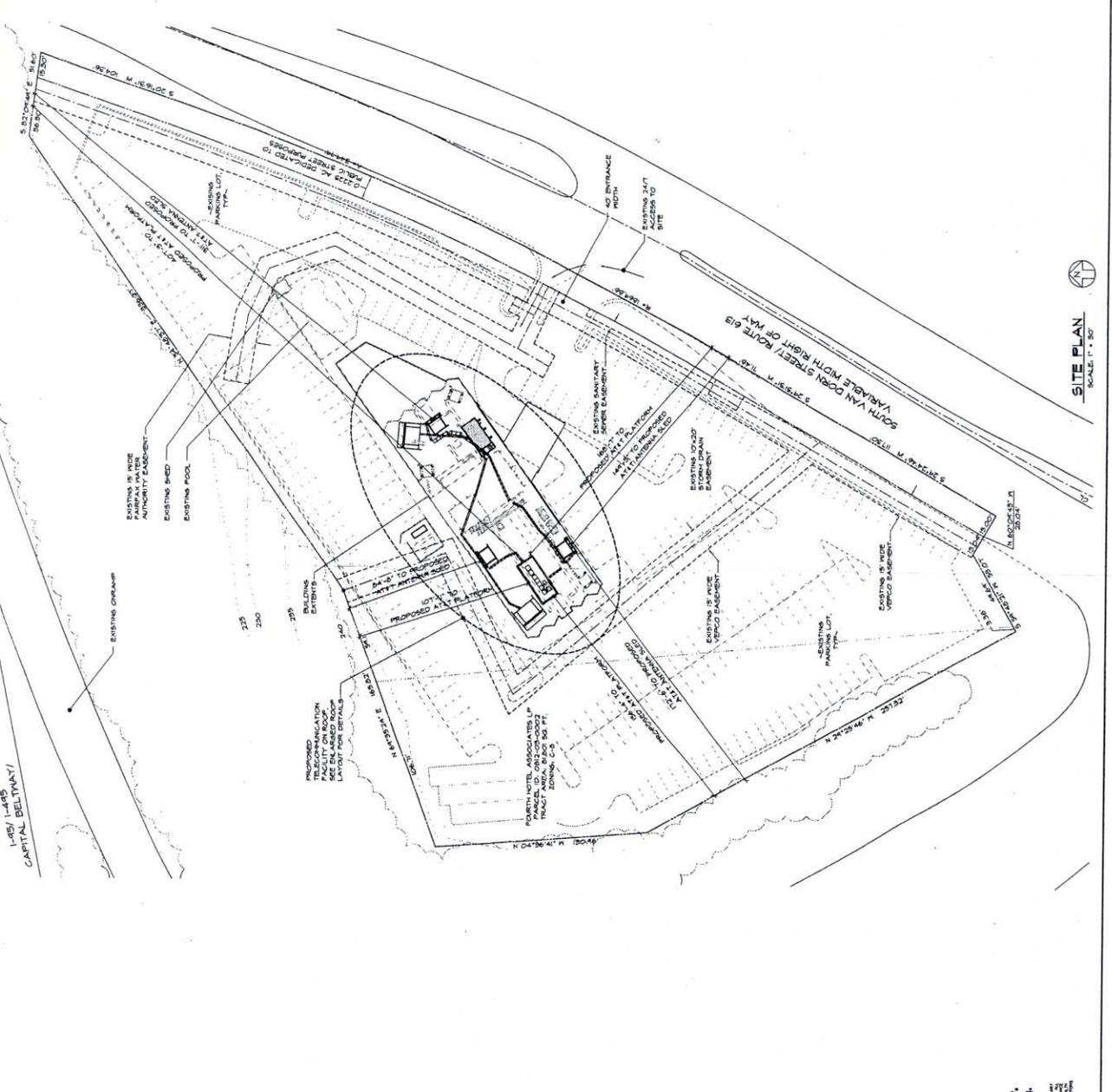
REQUIRED	PROPOSED
FRONT (FEET)	071'-11"
REAR (FEET)	051'-0"
SIDE (RIGHT) (FEET)	051'-0"
SIDE (LEFT) (FEET)	051'-0"
REAR (FEET)	051'-0"

PROPOSED AT&T ANTENNA SETBACKS

REQUIRED	PROPOSED
FRONT (FEET)	041'-0"
REAR (FEET)	131'-6"
SIDE (RIGHT) (FEET)	141'-3"
SIDE (LEFT) (FEET)	141'-3"



KATHREIN-SCALA 800 10764
AT&T ANTENNA DETAIL
 NOT TO SCALE



SITE PLAN
 SCALE: 1" = 50'

811
 Know what's below.
 Call before you dig.

THIS PLAN IS THE PROPERTY OF MORRIS & RITCHIE ASSOCIATES, INC. AND IS NOT TO BE REPRODUCED OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM, WITHOUT THE WRITTEN PERMISSION OF MORRIS & RITCHIE ASSOCIATES, INC.

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

DESCRIPTION OF THE APPLICATION

The applicants, Cellco Partnership d/b/a Verizon Wireless and New Cingular Wireless PCS, LLC d/b/a AT&T Mobility, request approval of a special exception (SE) for the increase of building height from 80 feet to 98 feet. (The C-8 District maximum height is 40 feet and the existing hotel was permitted to be 80 feet by special exception, but only built to 75 feet.) The increase in height is to accommodate additional and existing roof top telecommunication facilities. The existing telecommunication facilities were allowed by prior feature shown determinations and were exempt from the building height calculation under Section 2-506 of the Zoning Ordinance, since the coverage did not exceed 25% of the rooftop. The additional facilities will cause the rooftop coverage to be 45%, thus the telecommunication facilities are required to be considered as part of the building height.

Verizon Wireless requests to add 13 antennas and six unmanned equipment cabinets to the rooftop. Four panel antennas with screening are proposed on the northwest side of the roof, five panel antennas and screening on the northeast side of the roof, four panel antennas are proposed on the southeast side of the hotel located above screening for equipment cabinets (approximately six and a half feet tall by three feet wide). The panel antennas are between four and eight feet tall and up to two feet in width. A new generator is also proposed to be added at the ground level and will cause the removal of a single parking space. The new and existing generator will be enclosed in an eight foot tall opaque wood fence. AT&T Mobility requests to install 12 antennas along with ten equipment cabinets. The antennas will be four and a half feet tall and one foot wide and will be located in groups of four on the northern, southern and eastern portions of the hotel behind screening. The equipment cabinets (approximately six and a half feet tall by three feet wide) will be located behind twelve foot tall by twenty-eight foot wide screened platform.

The special exception is concurrent with three proffer condition amendment (PCA) applications (PCA 81-L-093-03, PCA 82-L-083-02 and PCA 83-L-074). The site was previously rezoned to the current C-8 District by three separate actions, but the site and proffers are now combined. The proffers are proposed to be amended to reflect the increase in height of the structure on the development plan. In addition, the applications are concurrent with a request for a feature shown determination (FS-L11-27) to permit the proposed telecommunication facilities in accordance with Section 15.2-2232 of the Code of Virginia. The complete staff report associated with this request has been provided to the Planning Commission under separate cover.

A reduced copy of the submitted SE Plat is included at the front of this report. Copies of the proposed development conditions, proffers, affidavit and the applicant's statement of justification are included in Appendices 1-4, respectively.

LOCATION AND CHARACTER

Site Description:

The site is 3.14 acres and developed with an existing 72,627 square foot hotel (0.53 FAR) and 19.7% open space. With the exception of the additional rooftop telecommunication facilities, equipment cabinets and generator there will be no change to the site.



The subject property is located south of the Capital Beltway (I-495) and west of South Van Dorn Street at 5716 South Van Dorn Street. The site is currently developed with a Comfort Inn hotel and related pool, restaurant and parking. The hotel is 75 feet tall and already has a mechanical penthouse and four groups of telecommunication facilities on the roof with a height up to 93 feet and panel antennas mounted on the penthouse at 98 feet. The existing whip antenna at 106 feet is proposed to be removed. The proposed facilities will have a maximum height of 93 feet.

Surrounding Area Description:

Direction	Use	Zoning	Plan
North	Capital Beltway I-495 Vacant	R-3/C-8	Future Interchange Improvements Light Industrial; 0.25 FAR
South	Single Family Detached Single Family Attached	R-3 R-8	Residential; 2-3 du/ac Residential; 5-8 du/ac
East	Industrial, Office	PDC/R-3	Low intensity industrial or office uses; 0.25 FAR - 0.50 FAR.
West	Multi-Family (Archstone Van Dorn)	PDH-16	Residential; 8-12 du/ac

BACKGROUND

On February 4, 1980, the Board of Supervisors approved RZ 79-L-019 to rezone tax maps parcels 81-2 ((3)) 1 and 2 from the R-3 (Residential, Three Dwelling Units Per Acre) District to the C-8 (Highway Commercial) District. The Board also approved SE 047-L-079 for an increase in building height to 72 feet for a hotel use.

On January 11, 1982, the Board of Supervisors approved RZ 81-L-093 on its own motion to rezone tax map parcels 81-2 ((3)) 2 from the C-8 District to the C-8 District

instead of the requested R-3 District and rezone tax map parcel 81-2 ((3)) 1 from the C-8 District to the C-2 (Limited Office Commercial) District. The Board of Supervisors also approved SE 81-L-108 for an increase in building height to 80 feet for a hotel use. The Board of Supervisors denied PCA 79-L-019 for the proposed residential development.

On January 24, 1983, the Board of Supervisors approved RZ 82-L-083 to rezone tax map parcel 81-2 ((3)) 1 from the C-2 District to the C-8 District concurrent with PCA 81-L-093.

On February 6, 1984, the Board of Supervisors approved RZ 83-L-074 to rezone tax map parcel 81-2 ((1)) 12B from the R-3 District to the C-8 District concurrent with PCA 81-L-093-02 and PCA 82-L-083-01. These are the current proffers and development plans that control the site and a copy is located in Appendix 5. With the adoption of Zoning Ordinance Amendment (ZOA) 92-225, the permitted building height was reduced to 40 feet and maximum FAR to 0.50. However, pursuant to the grandfathering provisions adopted in conjunction with the approval on July 13, 1992, ZOA 92-225 is not applicable to this property as currently developed.

On November 17, 1994, the Planning Commission found that nine panel and two dish telecommunication antennas located on the roof for American Personal Communications was in conformance with the Comprehensive Plan and considered a "feature shown", pursuant to Section 15.2-2232 of the Code of Virginia, as amended. These telecommunication facilities are still located on the structure.

On May 8, 1996, the Planning Commission found that 12 panel antennas and two satellite dishes and related equipment/control panels on top of the hotel for AT&T was in conformance with the Comprehensive Plan and considered a "feature shown", pursuant to Section 15.2-2232 of the Code of Virginia, as amended. These telecommunication facilities are no longer located on the structure.

On February 19, 1997, the Planning Commission found that FS-L96-75 for nine flush mounted panel antennas for American Personal Communications was in conformance with the Comprehensive Plan and considered a "feature shown", pursuant Section 15.2-2232 of the Code of Virginia, as amended. These telecommunication facilities are still located on the structure.

On April 29, 1999, the Planning Commission found that FS-L99-7 consisting of 12 panel telecommunication antennas and related equipment/control panels on top of the hotel for Nextel Communications was in conformance with the Comprehensive Plan and considered a "feature shown", pursuant Section 15.2-2232 of the Code of Virginia, as amended. These telecommunication facilities are still located on the structure.

On, April 13, 2000, the Planning Commission found that FS-L00-9 consisting of 16 antennas and related equipment/control panels on top of the hotel for Metricom, Inc.

were in conformance with the Comprehensive Plan and considered a “feature shown”, pursuant to Section 15.2-2232 of the Code of Virginia, as amended. These facilities are no longer located on the structure.

On October 5, 2000, the Planning Commission found FSA-66-1 which amended the AT&T approval to replace the equipment cabinets with larger cabinets was in conformance with the Comprehensive Plan and considered a “feature shown”, pursuant to Section 15.2-2232 of the Code of Virginia, as amended. These facilities are no longer located on the structure.

On May 16, 2002, the Planning Commission found that FSA-66-2 consisting of the relocation of two cabinets for AT&T was in conformance with the Comprehensive Plan and considered a “feature shown”, pursuant to Section 15.2-2232 of the Code of Virginia, as amended. These telecommunication facilities are no longer located on the structure.

On July 23, 2007, the Board of Supervisors approved SE 2006-LE-032 to permit a vehicle rental and ancillary service establishment within the hotel. The vehicle rental use is no longer in operation and this special exception has terminated in accordance with Section 9-016 of the Zoning Ordinance.

COMPREHENSIVE PLAN PROVISIONS

Plan Area:	Area IV
Planning District:	Rose Hill
Planning Sector:	Van Dorn Transit Station Area, Land Unit C
Plan Map:	Hotel

The Comprehensive Plan provides the following guidance for the property. Page 21 of the Rose Hill Planning District (2011 edition, as amended through March 9, 2010) of the Area IV Plan, the Van Dorn Transit Station Area Planning Sector, heading, “Recommendations, Land Use,” sub-heading “Land Unit C,” the states:

“The area located west of South Van Dorn Street, which is bounded by the I-95/495/South Van Dorn Street interchange on the south and west and by I-95/495 on the north, is planned and developed for hotel use. There should be only one point of access for the entire area.”

Description of the Special Exception Plat (SE Plat)

(copy included at the front of the report)

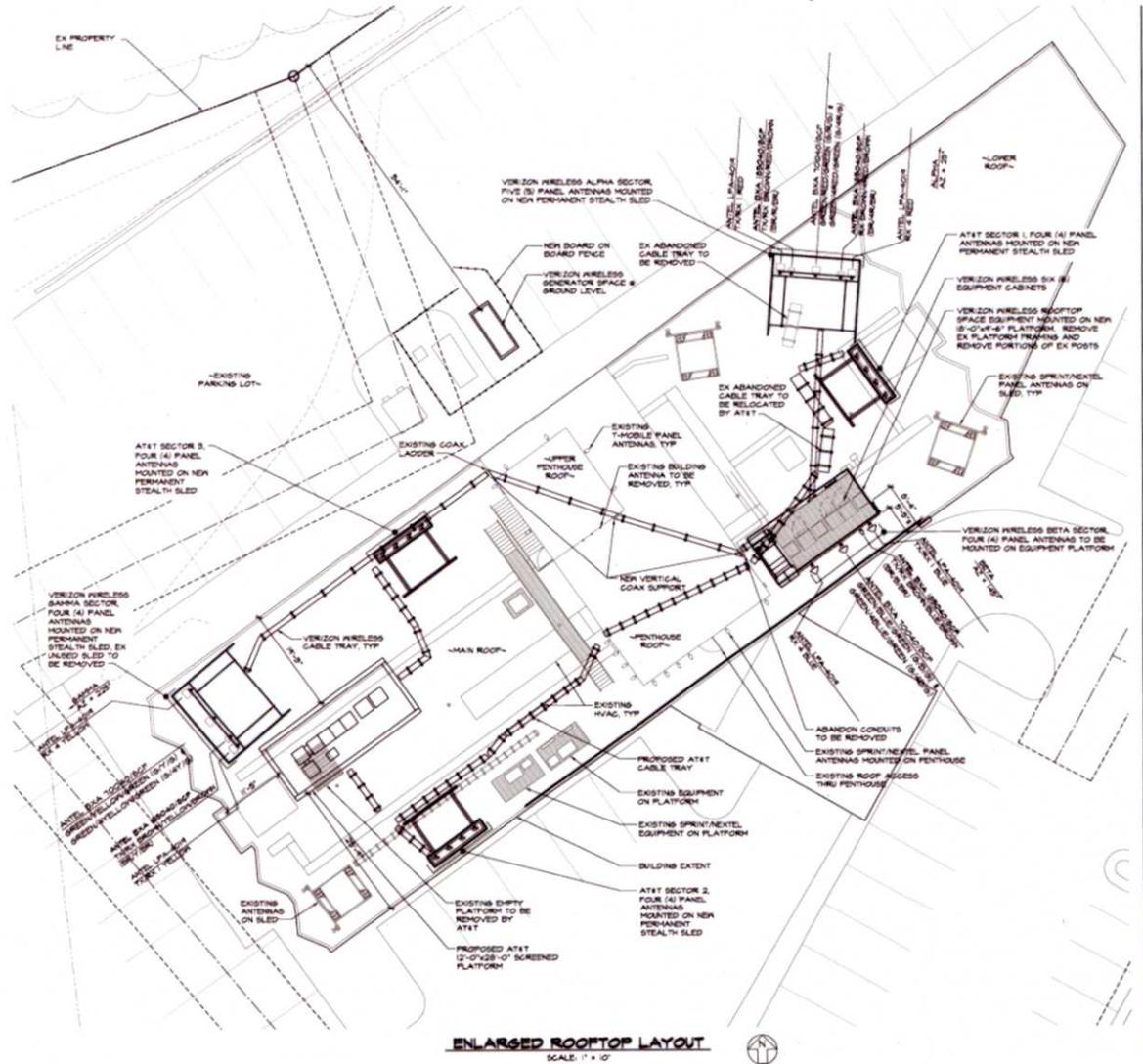
Title of SE Plat: Verizon Wireless along with AT&T Mobility

Prepared By: Morris & Ritchie Associates, Inc.

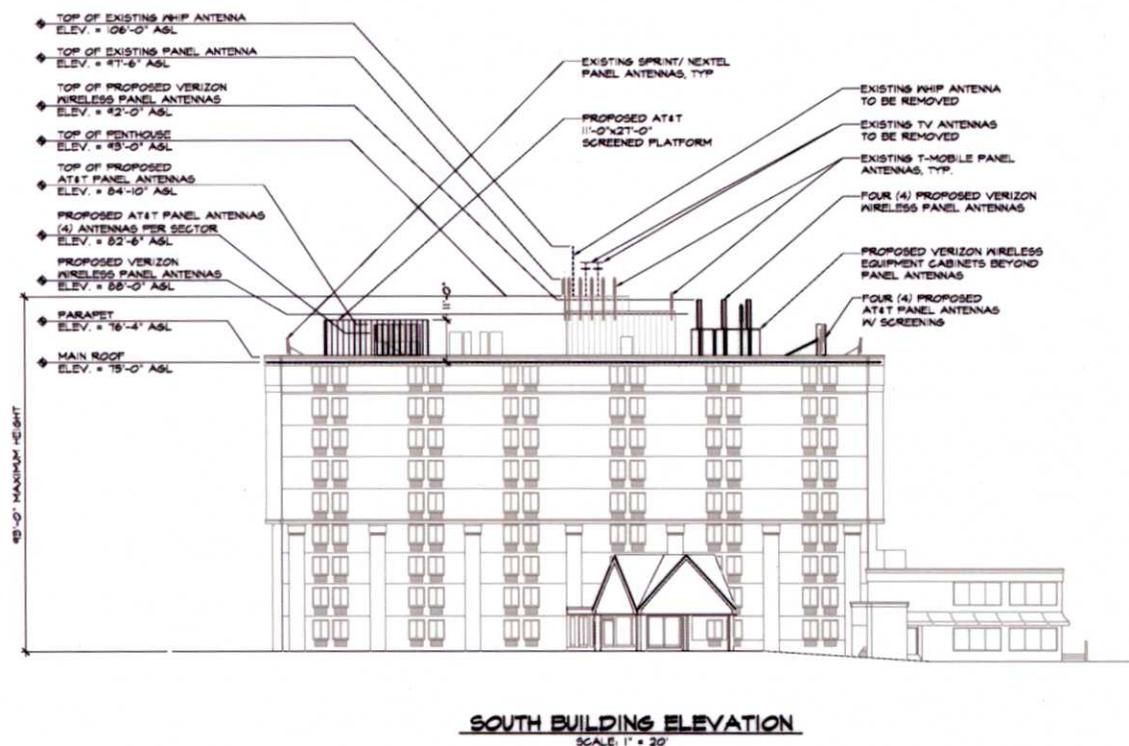
Original and Revision Dates: January 12, 2010 and revised through July 12, 2011

The SE Plat consists of seven sheets, summarized as follows:

- The 3.14 acre site is developed with a 72,627 square foot hotel that is 75 feet in height with an attached restaurant and associated pool and parking. The hotel is located approximately 89 feet from the South Van Dorn Street right-of-way.
- The rooftop of the hotel has a number of existing and proposed telecommunication facilities. There are existing unscreened Sprint/Nextel antenna sled on the southwest, southeast and northeast portions of the hotel.



There are flush mounted antennas located on the penthouse of the hotel. Verizon Wireless proposes to add thirteen antennas in three groups. Screened telecommunication platforms are proposed on the northwest and northeast portions of the hotel with a total height of 86 feet. Four antennas are proposed to be added on the southeastern portion of the hotel that are not screened with a proposed height of 93 feet. These antennas will be mounted on the 18 by 9 1/2 foot screen for six equipment cabinets. AT&T is proposing 12 antennas located within three screened platforms on the southwestern, northern and eastern portions of the hotel. AT&T Mobility is also proposing a 12 foot tall by 28 foot wide screened platform for ten cabinets on the western portion of the hotel. Below is the south elevation for the existing and proposed telecommunication facilities on the hotel. Additional elevations are contained in the SE Plat located at the beginning of the staff report.



- There is a whip antenna located on top of the penthouse with a total height of 106 feet that will be removed. The existing panel antennas mounted on the penthouse at 98 feet will be the tallest part of the building.
- The proposed generator is located on the north side of the hotel adjacent to an existing generator and will cause one parking space to be removed. The site

has 60 spaces in excess of the requirements. The generators will be enclosed by an opaque wood fence of eight feet in height.

ANALYSIS

Comprehensive Plan/Feature Shown Analysis (Appendix 6)

The Public Facilities Section of the 2011 edition of the Policy Plan provides the following guidance for the location of Mobile and Land-Based Telecommunication Facilities on pages 37-42.

Mobile and land-based telecommunication services provide for the wireless transmission of voice and data and include cellular and personal communications services, paging and wireless internet services and mobile radio. These services operate from wireless networks that are dependent on antenna devices and related equipment to transmit from a sender to one or more receivers. Such services are viewed as public utility service providers that benefit the community and its economic growth and vitality. The objectives and policies set forth in this section provide guidance on siting and design issues and are used in evaluating land use applications. They should not be interpreted as superseding or amending any requirements of the Zoning Ordinance or other local, state and Federal laws pertaining to these issues.

General Guidelines Objective 42 encourages the location of new providers on available facilities and rooftops when the telecommunication facilities can blend with the structure. The Plan encourages the co-location of providers on structures and a design that minimizes the impacts on the character of the property and surrounding areas.

The proposed facilities are on an existing rooftop that has telecommunication facilities for multiple providers. The new facilities will be behind screens to stealth them from adjacent properties and minimize their visual impact. The applicants have conducted propagation tests and state the need for coverage and state that if the telecommunication facilities are not provided on the hotel a new structure at least 100 feet tall would be required to provide coverage. In staff's opinion, the location of the proposed facilities meets the guidance of Objective 42.

Objective 43 encourages the design of the telecommunication facilities to mitigate their visual presence and prominence by concealing their intended purpose in a way that is consistent with the character of the surrounding area.

The applicants have located the facilities behind a screen to hide them from the ground and blend with the building. In staff's opinion, the applicants have met this guideline.

The Policy Plan provides guidelines for the evaluation of feature shown proposals. Policy Plan Objective 44 Policy A requires the facility to be located on an existing structure within a commercial district. Under Objective 44 Policy C the Planning

Commission is to determine that the proposed installation has no material adverse impact on the visual quality or character of the general area in which it is to be placed including any surrounding residential properties; the proposed installation is located and designed to blend with the structure on which it is placed such as flush-mounting antennas or screening the antennas and equipment as appropriate to the site; the proposed installation, when in a grouping of other similar structures, is consistent with the pattern of those surrounding structures; related equipment cabinets or shelters located on the ground or on a rooftop should be appropriately screened or placed to obscure their visibility from surrounding properties; building rooftop antennas should be either flush mounted to surface walls, screened or placed to not be visible from the surrounding area and access to the proposed installation for purposes of maintenance has no material adverse impact on adjoining properties.

Existing South Elevation



Proposed South Elevation



**Existing
West
Elevation**



**Proposed
West
Elevation**

The facilities are located on the roof of an existing hotel within a C-8 District. In staff's opinion, the facilities will blend into a building that has existing telecommunication facilities. The facilities will be hidden by the proposed screens and blend into the character of the building and minimize the visual impact on nearby residential neighborhoods. Above are the existing and proposed elevations for the south and west sides of the hotel (full sized and additional elevations are located in Appendix 6). Staff concludes that the proposal to add additional antennae meets the Policy Plan guidelines for location and design and should be considered a "Feature Shown" pursuant to 15.2-2232 of the Code of Virginia, as amended.

Transportation Analysis (Appendix 7)

There are no proposed changes to the existing hotel with the exception of rooftop telecommunication facilities and there are no proposed changes to the site layout with the exception of the removal of one parking space. Staff concludes that the additional telecommunication facilities will have no potential traffic impact and that the loss of the one parking space will not adversely impact the site.

ZONING ORDINANCE PROVISIONS (Appendix 8)

General Special Exception Standards (Sect. 9-006)

General Standards 1 and 2 require that the proposed use at the specified location be in harmony with the adopted Comprehensive Plan and with the general purpose and intent of the applicable zoning district regulations.

In staff's opinion the proposed increase in height to accommodate a telecommunication facility is in harmony with the comprehensive plan. The C-8 District permits telecommunication facilities on rooftops by-right; however, the special exception is required since the facilities will increase the rooftop coverage above 25% and cause the telecommunication facilities to be considered as part of the height. The C-8 District is intended for commercial uses which are oriented to the automobile. In staff's opinion, the increase in height for the telecommunication facility is in harmony with Comprehensive Plan and the general purpose and intent of the zoning district.

General Standard 3 requires that the proposed use be harmonious with and not adversely affect the use or development of neighboring properties. Furthermore, that the location, size, height, and screening will not hinder or discourage the appropriate development and use of adjacent properties.

The increase in height will be limited to the telecommunication facilities and not the entire building. The hotel has existing telecommunication facilities and will be screening most of the new facilities. The new telecommunication facilities will be at 93 feet or less in height and only the existing panel antennas mounted on the penthouse will be at 98 feet. In staff's opinion, the new telecommunication facilities will not discourage adjacent development.

General Standard 4 requires that pedestrian and vehicular traffic associated with the use will not be hazardous or conflict with existing or anticipated traffic.

The increased height for telecommunication facilities will have no impact on pedestrian or vehicular traffic.

General Standards 5, 6, 7 and 8 requires landscaping, screening, open space, adequate utility, drainage, parking, loading, and signage to be regulated in accordance with the Zoning Ordinance; however, the Board may impose more strict requirements for a given use than those set forth in this Ordinance.

There is no proposed change to the existing landscaping, open space, drainage, loading area and signage. The applicants will be removing one parking space for an additional generator, but will continue to meet the parking requirements for the site. The new and existing generator will be enclosed by an eight foot tall board on board fence. In staff's opinion these standards have been met.

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

"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, I-6 and Sully Historic Overlay 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"

As previously stated in staff's opinion that the increase in height for a telecommunication facility would be in harmony with the comprehensive plan and not detrimental to the character of the area. The applicants are able to satisfy the remaining regulations of the C-8 District.

CONCLUSIONS AND RECOMMENDATIONS

Staff Conclusions

In staff's opinion, the proposed telecommunications facility will have less visual impact on nearby residential properties than a new monopole or other structure located elsewhere in the vicinity. The subject proposal specifically addresses feature shown guidelines in the telecommunications section of the Policy Plan and satisfies the spirit and intent of Plan guidelines to minimize the proposed facility's visual impact on nearby stable residential neighborhoods. Therefore, staff concludes that the special exception and proffered condition amendment applications are in harmony with the Comprehensive Plan and in conformance with the applicable Zoning Ordinance provisions with the implementation of the Proposed Development Conditions contained in Appendix 1 and execution of the proffers consistent with those in Appendix 2 of the staff report.

Recommendations

Staff recommends approval of SE 2011-LE-005, subject to the proposed development conditions contained in Appendix 1.

Staff recommends approval of PCA 81-L-093-03, PCA 82 L-083-02, and PCA 83-L-074 subject to the execution of the proffers consistent with those contained in Appendix 2.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions, relieve the applicants/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards; and that, should this application be approved, such approval does not interfere with, abrogate or annul any easements, covenants, or other agreements between parties, as they may apply to the property subject to this application.

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. Proposed Development Conditions
2. Proffers
3. Affidavit
4. Statement of Justification
5. Proffers and Plan for RZ 83-L-074, PCA 81-L-093-02, PCA 82-L-083-1
6. Comprehensive Plan Citations and Feature Shown Memorandum (Excerpt)
 - Attachment I: Antenna and Equipment Cabinet Dimensions
 - Attachment II: Application for Determination pursuant to Section 15.2-2232
7. Transportation Analysis
8. Applicable Zoning Ordinance Provisions
9. Glossary of Terms

PROPOSED DEVELOPMENT CONDITIONS**SE 2011-LE-005****September 7, 2011**

If it is the intent of the Board of Supervisors to approve SE 2011-LE-005, located at 5716 South Van Dorn Street, Tax Maps 81-2 ((1)) 12B; 81-2 ((3)) 1, 2 to permit an increase in building height pursuant to Sect. 9-607 of the Fairfax County Zoning Ordinance, the 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 "Verizon Wireless along with AT&T Mobility," prepared by Morris and Ritchie Associates, Inc., and dated January 12, 2010, as revised through July 12, 2011, 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. A copy of the Special Exception SHALL BE POSTED in a conspicuous place on the property along with the Non-Residential Use Permit of the use and shall be made available to all Department of the County of Fairfax during hours of operation of the permitted use.
5. An eight foot high solid wood or otherwise architecturally solid fence shall be installed and properly maintained around the generators as shown on the SE Plat.
6. The screens for the telecommunication facilities shall be designed to have a color substantially similar to the color of the penthouse.
7. Prior to the installation of the proposed telecommunication facilities all existing antennas that exceed 98 feet in height shall be removed.
8. Notwithstanding the depictions and descriptions on the SE Plat, the telecommunication antennas on the building rooftop may be modified or increased in number and size if they continue to be shielded from the ground by the screening shown on the SE plat. Furthermore, the addition of flush mounted antennas, equipment or modifications of the

existing unscreened antennas may be approved by the Zoning Administrator in accordance with Par. 4 of Sect. 9-004 of the Zoning Ordinance. The provision of additional areas for unscreened antennas not reflected on the SE Plat that are not flush mounted should be considered a modification of the SE Plat and require an amendment. The provision of additional areas for screening for antennas not reflected on the SE Plat should be considered a modification and require an amendment.

9. Notwithstanding the above, any future telecommunication facility shall be subject to Section 15.2-2232 of the Code of Virginia.

The above proposed conditions are staff recommendations and do not reflect the position of the Board of Supervisors unless and until adopted by that Board.

This approval, contingent on the above noted conditions, shall not relieve the applicants from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. The applicants shall be themselves 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, thirty (30) months after the date of approval unless, at a minimum, 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 DEVELOPMENT CONDITIONS**SE 2011-LE-005****September 7, 2011**

If it is the intent of the Board of Supervisors to approve SE 2011-LE-005, located at 5716 South Van Dorn Street, Tax Maps 81-2 ((1)) 12B; 81-2 ((3)) 1, 2 to permit an increase in building height pursuant to Sect. 9-607 of the Fairfax County Zoning Ordinance, the 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 "Verizon Wireless along with AT&T Mobility," prepared by Morris and Ritchie Associates, Inc., and dated January 12, 2010, as revised through July 12, 2011, 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. A copy of the Special Exception SHALL BE POSTED in a conspicuous place on the property along with the Non-Residential Use Permit of the use and shall be made available to all Department of the County of Fairfax during hours of operation of the permitted use.
5. An eight foot high solid wood or otherwise architecturally solid fence shall be installed and properly maintained around the generators as shown on the SE Plat.
6. The screens for the telecommunication facilities shall be designed to have a color substantially similar to the color of the penthouse.
7. Prior to the installation of the proposed telecommunication facilities all existing antennas that exceed 98 feet in height shall be removed.
8. Notwithstanding the depictions and descriptions on the SE Plat, the telecommunication antennas on the building rooftop may be modified or increased in number and size if they continue to be shielded from the ground by the screening shown on the SE plat. Furthermore, the addition of flush mounted antennas, equipment or modifications of the

existing unscreened antennas may be approved by the Zoning Administrator in accordance with Par. 4 of Sect. 9-004 of the Zoning Ordinance. The provision of additional areas for unscreened antennas not reflected on the SE Plat that are not flush mounted should be considered a modification of the SE Plat and require an amendment. The provision of additional areas for screening for antennas not reflected on the SE Plat should be considered a modification and require an amendment.

9. Notwithstanding the above, any future telecommunication facility shall be subject to Section 15.2-2232 of the Code of Virginia.

The above proposed conditions are staff recommendations and do not reflect the position of the Board of Supervisors unless and until adopted by that Board.

This approval, contingent on the above noted conditions, shall not relieve the applicants from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. The applicants shall be themselves 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, thirty (30) months after the date of approval unless, at a minimum, 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.

**Proffers for
Fourth Hotel Associates, LP
5716 Van Dorn Street
PCA 81-L-093-03, PCA 82-L-083-03, PCA 83-L-074
August 25, 2011**

Pursuant to Section 15-2.2303A of the Code of Virginia, 1950 edition, as amended, and subject to the Board of Supervisors approval of the Proffered Condition Amendments, the Applicant/Owners, their successors or assigns, herein after referred to as "the Owner" proffers the following. All previous proffers which apply to the application property shall, as applicable, remain in effect as stated in the proffer statement RZ 83-L-074, PCA 82-L-083-1 and PCA 81-L-093-2 approved January 24, 1983, by the Board of Supervisors. Should there be any inconsistencies between these proffers and prior proffers, these proffers shall replace and supersede those prior proffers or portions thereof to the extent of said inconsistencies. Those proffers carried forward without change from the previously approval of RZ 83-L-074,

PCA 82-L-083-1 and PCA 81-L-093-2 are marked with an asterisk. These proffers delete previous proffer #17 which referenced the previous special exception approval for an increase in height to 80 feet.

1. The property shall be developed in substantial conformance with the Generalized Development Plan dated 11/5/82 and revised 9/26/83 and 10/12/83, prepared by Bengston, DeBell, Elkin & Titus entitled "Van Dorn Street Hotel," which Development Plan contemplates a nine story hotel containing 194 units as amended by the Special Exception Plat entitled "Verizon Wireless along with AT&T Mobility," prepared by Morris and Ritchie Associates, Inc., and dated January 12, 2010, as revised through July 12, 2011, to permit an increase in the building height to 95 feet to accommodate telecommunication facilities. Revisions to the location, size and/or number of additional telecommunication facilities shall not require an amendment to the Generalized Development Plan and shall not require a Proffered Condition Amendment if such revisions do not increase the height permitted by this Proffer Amendment and are otherwise in accordance with the Zoning Ordinance.

2. Right of way to fifty-five (55) feet from the center line of South Van Dorn Street shall be dedicated and a third traffic lane shall be constructed therein.*

3. A right turn lane will be constructed at the entrance into the site, as shown on the attached development plan.*

4. A left turn lane for north bound traffic on South Van Dorn Street will be provided by widening the street on the east side thereof, within existing VDH&T right of way, so as to create two (2) lanes in addition to a left turn lane, as shown on the attached development plan.*

5. The site will be graded to allow for maximum sight distance, particularly toward the northern end thereof, in accordance with the attached development plan.*

6. The entrance to the site will be constructed as a channelized, single lane section, in accordance with the attached development plan.*

7. The exit from the site will be constructed as a two lane section, with one right turn lane and one left turn lane, as shown on the attached development plan.*

8. The written approval of the Virginia Department of Highways and Transportation will be obtained for changes in construction contemplated within the South Van Dorn/VDH&T right of way.*

9. Requirements in the Public Facilities Manual for storm water management in effect at the time of final site plan approval shall be satisfied.*

10. A maximum noise of 55dBA shall be achieved within the hotel, either by undertaking the acoustical treatment procedure previously described in the Fairfax County Staff Report for Rezoning #79-L-019 or through such other acoustical treatment as achieve that standard.*

11. A complete soils report prepared by a professional engineer will be furnished prior to, or concurrent with, the submission of building plans.*

12. In the event that VDH&T constructs a sidewalk under the length of the I-495/I-95 bridge on the west side of South Van Dorn Street, then the applicant will construct steps leading from the north end of the parking lot down to a connection with such sidewalk.*

13. A site plan, prepared in accordance with the provisions of Article 17 and all the other proffers contained herein shall be submitted and approved, said site plan to comply with ordinance requirements for parking, landscaping and screening.*

14. All applicable ordinances, regulations and adopted standards shall continue to apply, except as modified by the special exception; the undersigned shall be responsible for obtaining the required residential/non-residential use permit

through established procedures; the special exception shall not be valid until said use permit has been obtained and the requirements herein complied with.*

15. The applicant and owner shall construct a third south-bound lane in South Van Dorn Street within the existing VDH&T right of way as shown on the attached development plan.*

16. The design of the entrance/exit into the hotel site shall be reviewed by and found acceptable to VDH&T and Fairfax County.*

Jay Kaufman
Fourth Hotel Associates L.P.
5716 S. Van Dorn Street
Alexandria, Virginia 22310
Vice President
Curzon Development Corp.
As Its General Partner

SPECIAL EXCEPTION AFFIDAVIT

DATE: July 15, 2011
 (enter date affidavit is notarized)

I, Frank W. Stearns, do hereby state that I am an
 (enter name of applicant or authorized agent)

(check one) applicant
 applicant's authorized agent listed in Par. 1(a) below **1121960**

in Application No.(s): SE 2011-LE-005
 (enter County-assigned application number(s), e.g. SE 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(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Cellco Partnership d/b/a Verizon Wireless Brian A. Stover - Agent	9000 Junction Drive Annapolis Junction, Maryland 20701	Applicant/Lessee for Tax Map Nos. 0812 03 0002, 0812 01 0012B, 0812 02 0001
Fourth Hotel Associates L. P. Jay Kaufman - Agent	4801 Hampden Lane #106 Bethesda, Maryland 20814	Owner of Tax Map Nos. 0812 03 0002, 0812 01 0012B, 0812 02 0001
Donohue & Stearns, PLC Frank W. Stearns Edward L. Donohue M. Colleen Canovas	201 Royal Street SE Suite E Leesburg, Virginia 20175	Attorneys/Agents Attorney/Agent Attorney/Agent Attorney/Agent

(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.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.
 ** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Special Exception Attachment to Par. 1(a)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121964

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
New Cingular Wireless PCS, LLC d/b/a AT&T Mobility Steven R. Kinley - Agent	7150 Standard Drive Hanover, MD 21076	Applicant/Lessee for Tax Map Nos. 0812 03 0002, 0812 01 0012B, 0812 02 0001

(check if applicable)

There are more relationships to be listed and Par. 1(a) is continued further on a "Special Exception Attachment to Par. 1(a)" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(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, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS herein.)

CORPORATION INFORMATION

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

Bell Atlantic Mobile Systems, Inc.
One Verizon Way
Basking Ridge, NJ 07920-1097

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 SHAREHOLDERS: (enter first name, middle initial and last name)

Bell Atlantic Global Wireless, Inc.
NYNEX Corporation

(check if applicable) [X] 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, corporations, or trusts, to include the names of beneficiaries, 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 stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. 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.

Special Exception Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121964

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

Bell Atlantic Global Wireless, Inc.
1320 North Court House Road
9th Floor
Arlington, Virginia 22201

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, and last name)

Verizon Investments, Inc.

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

NYNEX Corporation
140 West Street
New York, NY 10007

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, and last name)

Verizon Communications, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

Verizon Communications, Inc.
140 West Street
New York, NY 10007

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, and last name)

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

Verizon Investments, Inc.
390 Washington Street
Wilmington, DE 19802

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, and last name)

Verizon Communications, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

GTE Wireless Incorporated
One Verizon Way
Basking Ridge, NJ 07920-1097

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, and last name)

Vodafone Americas, Inc.
GTE Corporation

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

Vodafone Americas, Inc.
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Group, Plc

(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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121960

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

GTE Corporation
140 West Street
New York, NY 10007

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, and last name)

Verizon Communications, Inc.
NYNEX Corporation
Bell Atlantic Global Wireless, Inc.

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

JV PartnerCo LLC
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Americas, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

112196 w

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

Vodafone Group, Plc
The Connection, Vodafone House
Newbury, Berkshire
United Kingdom

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, and last name)

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

Vodafone Holdings, LLC
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, Co 80202

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, and last name)

Vodafone Americas, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121962

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

Donohue & Stearns, PLC
801 North Fairfax Street
Alexandria, VA 22314

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, and last name)

Edward L. Donohue
Frank W. Stearns

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

Curzon Development Corp.
4801 Hampden Lane #106
Bethesda, Maryland 20814

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, and last name)

H & A Plotnek Investments, L. P., LLLP

(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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121962

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

New Cingular Wireless PCS, LLC
d/b/a AT&T Mobility
7150 Standard Drive
Hanover, MD 21076

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, and last name)

Cingular Wireless II, LLC

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

Cingular Wireless II, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

New Cingular Wireless Services, Inc.
Cingular Wireless, LLC

(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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121962

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

New Cingular Wireless Services, Inc.
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

Cingular Wireless, LLC

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

Cingular Wireless, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

SBC Long Distance, Inc.	BLS Cingular Holdings, LLC
SBC Alloy Holdings, Inc.	Bell South Mobile Data, Inc.
Cingular Wireless Corp.	

(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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

SBC Long Distance, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Telecom, Inc.

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

SBC Telecom, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Teleholdings, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

SBC Teleholdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

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

SBC Communications, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

(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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121968

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

SBC Alloy Holdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Teleholdings, Inc.	Southern New Endland	Pacific Telesis Group
New Southwestern Bell Mobile Systems, Inc.	Telecommunications Corp.	SBC Services, Inc.
AWACS, Inc.	New SBC Wireless, Inc.	SBC Management Services, L.P.

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

New Southwestern Bell Mobilie Systems, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121964

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

AWACS, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

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

Southern New England Telecommunications Corp.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, 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 Attachment to Par. 1(b)

DATE: July 15, 2011

(enter date affidavit is notarized)

SE 2011-LE-005

1121966

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

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

New SBC Wireless, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

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

Pacific Telesis Group
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

SBC Services, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

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

Cingular Wireless Corp.
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

SBC Communications, Inc.
Bell South Corp.

(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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121962

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

Bell South Corp.
1155 Peachtree St., NE
Atlanta, GA 30309

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, and last name)

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

BLS Cingular Holdings, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

AB Cellular Holding, LLC
Wireless Telecommunications Investment Company, LLC

(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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

AB Cellular Holding, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

Bell South Mobile Data, Inc.
RAM Broadcasting Corp.

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

Wireless Telecommunications Investment Company, LLC
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Mobile Data, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

Bell South Mobile Data, Inc.
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Mobile Systems, Inc.

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

Bell South Mobile Systems, Inc.
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Corp.

(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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121960

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

RAM Broadcasting Corp.
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Mobile Data Inc.

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

SBC-MSI, LLC
175 East Houston St.
San Antonio, TX 75205

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, and last name)

Southwestern Bell Texas Holdings, 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 Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

Southwestern Bell Texas Holdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

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

DESCRIPTION OF CORPORATION: (check one statement)

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

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

(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: July 15, 2011
(enter date affidavit is notarized)

1121964

for Application No. (s): SE 2011-LE-005
(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, and number, street, city, state, and zip code)
Cellco Partnership d/b/a Verizon Wireless
One Verizon Way
Basking Ridge, NJ 07920-1097

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

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

Bell Atlantic Mobile Systems, Inc. General Partner
GTE Wireless Incorporated General Partner
PCS Nucleus, L.P. General Partner
JV PartnerCo, LLC General Partner

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

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, 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 stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. 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.

Special Exception Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121966

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

PCS Nucleus, L.P.
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, Co 80202

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

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,

General Partner, Limited Partner, or General and Limited Partner)

Vodafone Holdings, LLC	General Partner
Vodafone Americas, Inc.	General Partner

(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.

Special Exception Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121962

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

Fourth Hotel Associates L. P.
4801 Hampden Lane Suite 106
Bethesda, Maryland 20814

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

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

Curzon Development Corp. General Partner

(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.

Special Exception Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121962

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

H & A Plotnek Investments, L. P., LLLP
4801 Hampden Lane Suite 106
Bethesda, Maryland 20814

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

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

David Plotnek	Limited Partner
Jay & Bernice Kaufman (JTWROS)	Limited Partner
William & Gail Isaac	Limited Partner

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121962

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number (s))

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

SBC Management Services, L.P.
175 Houston St.
San Antonio, TX 78205

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

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

SBC-MSI, LLC, General Partner

Southwestern Bell Texas Holdings, Inc., Limited Partner

(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.

SPECIAL EXCEPTION AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121968

for Application No. (s): SE 2011-LE-005
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

[] In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

[X] Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, 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 the 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.

SPECIAL EXCEPTION AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121967

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, 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 more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)
During the twelve-month period prior to the public hearing, Frank W. Stearns, Esq., a partner in the law firm of Donohue & Stearns, PLC, made a contribution in excess of \$100 to Supervisor Pat Herrity and John C. Cook.
Edward L. Donohue a partner in the law firm Donohue & Stearns, PLC made a contribution in excess of \$100 to Supervisor Michael R. Frey.

NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) [] 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, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, 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:

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

Frank W. Stearns, Esq. Agent for Applicant
(type or print first name, middle initial, last name, and & title of signee)

Subscribed and sworn to before me this 15th day of July 20 11, in the State/Comm. of Virginia, County/City of Leesburg.

Kimberly Patterson
Notary Public

My commission expires: 12/31/2014



REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

I, Frank W. Stearns, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) applicant
 applicant's authorized agent listed in Par. 1(a) below

1121986

in Application No.(s): PCA 81-L-093-03
(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 must 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(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Cellco Partnership d/b/a/ Verizon Wireless Brian A. Stover - Agent	9000 Junction Drive Annapolis Junction, Maryland 20701	Applicant/Lessee for Tax Map No.0812 03 0002
Fourth Hotel Associates L.P. Jay Kaufman - Agent	4801 Hampden Lane #106 Bethesda, Maryland 20814	Owner of Tax Map No. 0812 03 0002
Donohue & Stearns, PLC Frank W. Stearns Edward L. Donohue M. Colleen Canovas	201 Royal Street SE Suite E Leesburg, Virginia 20175	Attorneys/Agents Attorney/Agent Attorney/Agent Attorney/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.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

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

Rezoning Attachment to Par. 1(a)

DATE: July 15, 2011
(enter date affidavit is notarized)

112198-6

for Application No. (s): PCA 81-2-093-03
(enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
New Cingular Wireless PCS, LLC d/b/a AT&T Mobility Steven R. Kinley - Agent	7150 Standard Drive Hanover, MD 21076	Applicant/Lessee for Tax Map Nos. 0812 03 0002,

(check if applicable)

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

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s):
(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, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS herein.)

CORPORATION INFORMATION

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

Bell Atlantic Mobile Systems, Inc.
One Verizon Way
Basking Ridge, NJ 07920-1097

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 SHAREHOLDERS: (enter first name, middle initial, and last name)

Bell Atlantic Global Wireless, Inc.
NYNEX Corporation

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

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

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, 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 stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

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

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

Bell Atlantic Global Wireless, Inc.
1320 North Court House Road
9th Floor
Arlington, Virginia 22201

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Verizon Investments, Inc.

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

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

NYNEX Corporation
140 West Street
New York, NY 10007

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, and last name)

Verizon Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

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

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

Verizon Communications, Inc.
140 West Street
New York, NY 10007

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 SHAREHOLDER: (enter first name, middle initial, and last name)

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

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

Verizon Investments, Inc.
390 Washington Street
Wilmington, DE 19802

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, and last name)

Verizon Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

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

GTE Wireless Incorporated
One Verizon Way
Basking Ridge, NJ 07920-1097

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Vodafone Americas, Inc.
GTE Corporation

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

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

Vodafone Americas, Inc.
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Group, Plc

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-043-03
(enter County-assigned application number (s))

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

GTE Corporation
140 West Street
New York, NY 10007

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Verizon Communications, Inc.
NYNEX Corporation
Bell Atlantic Global Wireless, Inc.

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

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

JV PartnerCo LLC
Denver Place, South Tower, 999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Americas, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121980

for Application No. (s): PCA 811-093-03
(enter County-assigned application number (s))

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

Vodafone Group, Plc
The Connection, Vodafone House
Newbury, Berkshire
United Kingdom

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 SHAREHOLDER: (enter first name, middle initial, and last name)

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

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

Vodafone Holdings, LLC
Denver Place, South Tower, 999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Americas, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-043-03
(enter County-assigned application number (s))

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

Donohue & Stearns, PLC
801 North Fairfax Street
Suite 209
Alexandria, VA 22314

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Edward L. Donohue
Frank W. Stearns

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

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

Curzon Development Corp.
4801 Hampden Lane #106
Bethesda, Maryland 20814

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, and last name)

H & A Plotnek Investments, L. P., LLLP

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

David Plotnek President
Harold Plotnek President
Jay Kaufman Director & Vice President
Avril Plotnek Vice 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011

112198r

(enter date affidavit is notarized)

for Application No. (s): PCA 21-L-093-03

(enter County-assigned application number (s))

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

New Cingular Wireless PCS, LLC

d/b/a AT&T Mobility

7150 Standard Drive

Hanover, MD 21076

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Cingular Wireless II, LLC

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

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

Cingular Wireless II, LLC

5565 Glenridge Connector

Atlanta, GA 30342

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, and last name)

New Cingular Wireless Services, Inc.

Cingular Wireless, LLC

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

(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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
New Cingular Wireless Services, Inc.
5565 Glenridge Connector
Atlanta, GA 30342

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 SHAREHOLDER: (enter first name, middle initial, and last name)
Cingular Wireless, LLC

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

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Cingular Wireless, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)
SBC Long Distance, Inc. BLS Cingular Holdings, LLC
SBC Alloy Holdings, Inc. Bell South Mobile Data, Inc.
Cingular Wireless Corp.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
SBC Long Distance, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)
SBC Telecom, Inc.

=====

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

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
SBC Telecom, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)
SBC Teleholdings, Inc.

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121984

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
SBC Teleholdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)
SBC Communications, Inc.

=====

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

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
SBC Communications, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): _____
PCA 81-L-093-03
(enter County-assigned application number (s))

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

SBC Alloy Holdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)		
SBC Teleholdings, Inc.	Southern New Enland	Pacific Telesis Group
New Southwestern Bell Mobile Systems, Inc.	Telecommunications Corp.	SBC Services, Inc.
AWACS, Inc.	New SBC Wireless, Inc.	SBC Management Services, L.P.

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

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

New Southwestern Bell Mobilie Systems, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

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

AWACS, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Southern New England Telecommunications Corp.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

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

New SBC Wireless, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Pacific Telesis Group
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-C-093-03
(enter County-assigned application number (s))

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

SBC Services, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Cingular Wireless Corp.
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

SBC Communications, Inc.
Bell South Corp.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121984

for Application No. (s): PCA 81-6-093-03
(enter County-assigned application number (s))

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

Bell South Corp.
1155 Peachtree St., NE
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)

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

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

BLS Cingular Holdings, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

AB Cellular Holding, LLC
Wireless Telecommunications Investment Company, LLC

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA-81-L-093-03
(enter County-assigned application number (s))

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

AB Cellular Holding, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Bell South Mobile Data, Inc.
RAM Broadcasting Corp.

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

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

Wireless Telecommunications Investment Company, LLC
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Mobile Data, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): _____
PCA 81-L-093.03
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Bell South Mobile Data, Inc.
1155 Peachtree St.
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)
Bell South Mobile Systems, Inc.

=====

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

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Bell South Mobile Systems, Inc.
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)
Bell South Corp.

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

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

RAM Broadcasting Corp.
1155 Peachtree St.
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Bell South Mobile Data Inc.

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

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

SBC-MSI, LLC
175 East Houston St.
San Antonio, TX 75205

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, and last name)

Southwestern Bell Texas Holdings, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

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

Southwestern Bell Texas Holdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

President, Vice-President, Secretary, Treasurer, etc.)

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

DESCRIPTION OF CORPORATION: (check one statement)

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

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

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121984

for Application No. (s): PCA 81-L-093-03
(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 and zip code)
Cellco Partnership d/b/a Verizon Wireless
One Verizon Way
Basking Ridge, NJ 07920-1097

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

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

Bell Atlantic Mobile Systems, Inc.	General Partner
GTE Wireless Incorporated	General Partner
PCS Nucleus, L.P.	General Partner
JV PartnerCo, LLC	General Partner

(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, corporations, or trusts, to include the names of beneficiaries, 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 stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1171986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number (s))

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

PCS Nucleus, L.P.
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, CO 80202

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

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

Vodafone Holdings, LLC	General Partner
Vodafone Americas, Inc.	General Partner

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

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

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

Fourth Hotel Associates L. P.
4801 Hampden Lane Suite 106
Bethesda, Maryland 20814

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

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

Curzon Development Corp.

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): DCA 81-L-093-03
(enter County-assigned application number (s))

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

H & A Plotnek Investments, L. P., LLLP
4801 Hampden Lane Suite 106
Bethesda, Maryland 20814

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

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

David Plotnek	Limited Partner
Jay & Bernice Kaufman (JTWROS)	Limited Partner
William & Gail Isaac	Limited Partner

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093.03
(enter County-assigned application number (s))

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

SBC Management Services, L.P.
175 Houston St.
San Antonio, TX 78205

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

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

SBC-MSI, LLC, General Partner

Southwestern Bell Texas Holdings, Inc., Limited Partner

(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: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

[] In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

[X] Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, 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 the 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.

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121986

for Application No. (s): PCA 81-L-093-03
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, 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 more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)
During the twelve month period prior to the public hearing, Frank W. Stearns, Esq., a partner in the law firm of Donohue & Stearns, PLC, made a contribution in excess of \$100 to Supervisor Pat Herrity and John C. Cook. Edward L. Donohue a partner in the law firm of Donohue & Stearns, PLC made a contribution in excess of \$100 to Supervisor Michael R. Frey.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

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

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, 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:

(check one)

[] Applicant

[X] Applicant's Authorized Agent

Frank W. Stearns, Esq., Agent for Applicant
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 15th day of July 20 11, in the State/Comm. of Virginia, County/City of Leesburg.

Kimberly Patterson
Notary Public

My commission expires: 12/31/2014



REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

I, Frank W. Stearns, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) applicant
 applicant's authorized agent listed in Par. 1(a) below 1121970

in Application No.(s): PCA 82-L-083-02
(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 must 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(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Cellco Partnership d/b/a/ Verizon Wireless Brian A. Stover - Agent	9000 Junction Drive Annapolis Junction, Maryland 20701	Applicant/Lessee for Tax Map No.0812 03 0001
Fourth Hotel Associates L.P. Jay Kaufman - Agent	4801 Hampden Lane #106 Bethesda, Maryland 20814	Owner of Tax Map No. 0812 03 0001
Donohue & Stearns, PLC Frank W. Stearns Edward L. Donohue M. Colleen Canovas	201 Royal Street SE Suite E Leesburg, Virginia 20175	Attorneys/Agents Attorney/Agent Attorney/Agent Attorney/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.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

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

Rezoning Attachment to Par. 1(a)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
New Cingular Wireless PCS, LLC d/b/a AT&T Mobility Steven R. Kinley - Agent	7150 Standard Drive Hanover, MD 21076	Applicant/Lessee for Tax Map Nos. 0812 03 0001

(check if applicable)

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

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

112197r

for Application No. (s): PCA 82-L-083-02
(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, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS herein.)

CORPORATION INFORMATION

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

Bell Atlantic Mobile Systems, Inc.
One Verizon Way
Basking Ridge, NJ 07920-1097

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 SHAREHOLDERS: (enter first name, middle initial, and last name)

Bell Atlantic Global Wireless, Inc.
NYNEX Corporation

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

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

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, 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 stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

Bell Atlantic Global Wireless, Inc.
1320 North Court House Road
9th Floor
Arlington, Virginia 22201

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Verizon Investments, Inc.

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

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

NYNEX Corporation
140 West Street
New York, NY 10007

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, and last name)

Verizon Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

112197w

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Verizon Communications, Inc.
140 West Street
New York, NY 10007

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 SHAREHOLDER: (enter first name, middle initial, and last name)

=====

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

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Verizon Investments, Inc.
390 Washington Street
Wilmington, DE 19802

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, and last name)
Verizon Communications, Inc.

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

GTE Wireless Incorporated
One Verizon Way
Basking Ridge, NJ 07920-1097

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Vodafone Americas, Inc.
GTE Corporation

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

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

Vodafone Americas, Inc.
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Group, Plc

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

GTE Corporation
140 West Street
New York, NY 10007

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Verizon Communications, Inc.
NYNEX Corporation
Bell Atlantic Global Wireless, Inc.

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

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

JV PartnerCo LLC
Denver Place, South Tower, 999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Americas, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121970

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

Vodafone Group, Plc
The Connection, Vodafone House
Newbury, Berkshire
United Kingdom

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 SHAREHOLDER: (enter first name, middle initial, and last name)

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

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

Vodafone Holdings, LLC
Denver Place, South Tower, 999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Americas, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

112 1976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

Donohue & Stearns, PLC
801 North Fairfax Street
Suite 209
Alexandria, VA 22314

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Edward L. Donohue
Frank W. Stearns

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

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

Curzon Development Corp.
4801 Hampden Lane #106
Bethesda, Maryland 20814

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, and last name)

H & A Plotnek Investments, L. P., LLLP

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

David Plotnek President
Harold Plotnek President
Jay Kaufman Director & Vice President
Avril Plotnek Vice 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

112197r

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

New Cingular Wireless PCS, LLC

d/b/a AT&T Mobility

7150 Standard Drive

Hanover, MD 21076

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Cingular Wireless II, LLC

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

President, Vice-President, Secretary, Treasurer, etc.)

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

Cingular Wireless II, LLC

5565 Glenridge Connector

Atlanta, GA 30342

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, and last name)

New Cingular Wireless Services, Inc.

Cingular Wireless, LLC

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

1121976

DATE: July 15, 2011
(enter date affidavit is notarized)

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
New Cingular Wireless Services, Inc.
5565 Glenridge Connector
Atlanta, GA 30342

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 SHAREHOLDER: (enter first name, middle initial, and last name)
Cingular Wireless, LLC

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

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Cingular Wireless, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)
SBC Long Distance, Inc. BLS Cingular Holdings, LLC
SBC Alloy Holdings, Inc. Bell South Mobile Data, Inc.
Cingular Wireless Corp.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

1121976

DATE: July 15, 2011
(enter date affidavit is notarized)

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
SBC Long Distance, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)
SBC Telecom, Inc.

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

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
SBC Telecom, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)
SBC Teleholdings, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121916

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
SBC Teleholdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)
SBC Communications, Inc.

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

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
SBC Communications, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

SBC Alloy Holdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)		
SBC Teleholdings, Inc.	Southern New England	Pacific Telesis Group
New Southwestern Bell Mobile Systems, Inc.	Telecommunications Corp.	SBC Services, Inc.
AWACS, Inc.	New SBC Wireless, Inc.	SBC Management Services, L.P.

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

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

New Southwestern Bell Mobilie Systems, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)
SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

112197w

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

AWACS, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Southern New England Telecommunications Corp.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

New SBC Wireless, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Pacific Telesis Group
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

11 21975

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

SBC Services, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Cingular Wireless Corp.
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

SBC Communications, Inc.
Bell South Corp.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121970

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

Bell South Corp.
1155 Peachtree St., NE
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)

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

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

BLS Cingular Holdings, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

AB Cellular Holding, LLC
Wireless Telecommunications Investment Company, LLC

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121970

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

AB Cellular Holding, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Bell South Mobile Data, Inc.
RAM Broadcasting Corp.

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

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

Wireless Telecommunications Investment Company, LLC
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Mobile Data, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

Bell South Mobile Data, Inc.
1155 Peachtree St.
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Bell South Mobile Systems, Inc.

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

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

Bell South Mobile Systems, Inc.
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Corp.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

RAM Broadcasting Corp.
1155 Peachtree St.
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Bell South Mobile Data Inc.

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

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

SBC-MSI, LLC
175 East Houston St.
San Antonio, TX 75205

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, and last name)

Southwestern Bell Texas Holdings, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121970

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Southwestern Bell Texas Holdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)
SBC Communications, Inc.

=====

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

=====

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

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

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

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121916

for Application No. (s): PCA 82-L-083-02
(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 and zip code)

Cellco Partnership d/b/a Verizon Wireless
One Verizon Way
Basking Ridge, NJ 07920-1097

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

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

Bell Atlantic Mobile Systems, Inc.	General Partner
GTE Wireless Incorporated	General Partner
PCS Nucleus, L.P.	General Partner
JV PartnerCo, LLC	General Partner

(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, corporations, or trusts, to include the names of beneficiaries, 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 stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

112197v

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

PCS Nucleus, L.P.
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, CO 80202

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

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

Vodafone Holdings, LLC
Vodafone Americas, Inc.

General Partner
General Partner

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121974

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

Fourth Hotel Associates L. P.
4801 Hampden Lane Suite 106
Bethesda, Maryland 20814

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

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

Curzon Development Corp.

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

H & A Plotnek Investments, L. P., LLLP
4801 Hampden Lane Suite 106
Bethesda, Maryland 20814

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

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

David Plotnek	Limited Partner
Jay & Bernice Kaufman (JTWROS)	Limited Partner
William & Gail Isaac	Limited Partner

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121970

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
SBC Management Services, L.P.
175 Houston St.
San Antonio, TX 78205

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

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

- SBC-MSI, LLC, General Partner
- Southwestern Bell Texas Holdings, Inc., Limited Partner

(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: July 15, 2011
(enter date affidavit is notarized)

112 1972

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, 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 the 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.

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121976

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, 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 more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)
During the twelve month period prior to the public hearing, Frank W. Stearns, Esq., a partner in the law firm of Donohue & Stearns, PLC, made a contribution in excess of \$100 to Supervisor Pat Herry and John C. Cook. Edward L. Donohue a partner in the law firm of Donohue & Stearns, PLC made a contribution in excess of \$100 to Supervisor Michael R. Frey.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

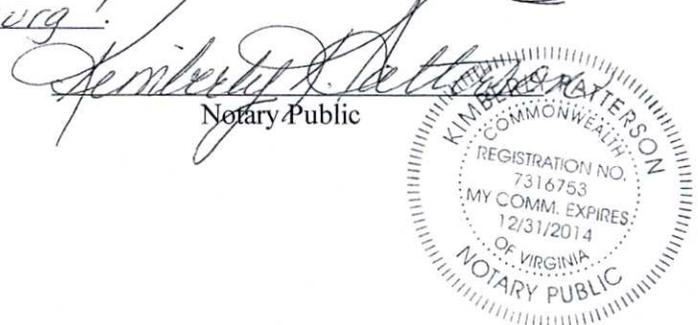
(check if applicable) [] There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, 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:
(check one) [] Applicant [x] Applicant's Authorized Agent
Frank W. Stearns, Esq., Agent for Applicant
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 15th day of July 20 11, in the State/Comm. of Virginia, County/City of Leesburg.

My commission expires: 12/31/2014



REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

I, Frank W. Stearns, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) applicant
 applicant's authorized agent listed in Par. 1(a) below 1121996

in Application No.(s): PCA 83-L-074
(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 must 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(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Cellco Partnership d/b/a/ Verizon Wireless Brian A. Stover - Agent	9000 Junction Drive Annapolis Junction, Maryland 20701	Applicant/Lessee for Tax Map No.0812 03 0012B
Fourth Hotel Associates L.P. Jay Kaufman - Agent	4801 Hampden Lane #106 Bethesda, Maryland 20814	Owner of Tax Map No. 0812 03 0012B
Donohue & Stearns, PLC Frank W. Stearns Edward L. Donohue M. Colleen Canovas	201 Royal Street SE Suite E Leesburg, Virginia 20175	Attorneys/Agents Attorney/Agent Attorney/Agent Attorney/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.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.
** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)

DATE: _____
(enter date affidavit is notarized)

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

1121994

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
New Cingular Wireless PCS, LLC d/b/a AT&T Mobility Steven R. Kinley - Agent	7150 Standard Drive Hanover, MD 21076	Applicant/Lessee for Tax Map Nos. 0812 03 0012B

(check if applicable)

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

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121996

for Application No. (s): PCA 83-L-074
(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, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS herein.)

CORPORATION INFORMATION

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

Bell Atlantic Mobile Systems, Inc.
One Verizon Way
Basking Ridge, NJ 07920-1097

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 SHAREHOLDERS: (enter first name, middle initial, and last name)

Bell Atlantic Global Wireless, Inc.
NYNEX Corporation

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

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

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, 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 stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

112199w

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

Bell Atlantic Global Wireless, Inc.
1320 North Court House Road
9th Floor
Arlington, Virginia 22201

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Verizon Investments, Inc.

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

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

NYNEX Corporation
140 West Street
New York, NY 10007

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, and last name)

Verizon Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121996

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

Verizon Communications, Inc.
140 West Street
New York, NY 10007

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 SHAREHOLDER: (enter first name, middle initial, and last name)

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

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

Verizon Investments, Inc.
390 Washington Street
Wilmington, DE 19802

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, and last name)

Verizon Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

11 2199

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

GTE Wireless Incorporated
One Verizon Way
Basking Ridge, NJ 07920-1097

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Vodafone Americas, Inc.
GTE Corporation

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

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

Vodafone Americas, Inc.
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Group, Plc

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

112 1996

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

GTE Corporation
140 West Street
New York, NY 10007

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Verizon Communications, Inc.
NYNEX Corporation
Bell Atlantic Global Wireless, Inc.

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

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

JV PartnerCo LLC
Denver Place, South Tower, 999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Americas, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

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1121994

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

Vodafone Group, Plc
The Connection, Vodafone House
Newbury, Berkshire
United Kingdom

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 SHAREHOLDER: (enter first name, middle initial, and last name)

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

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

Vodafone Holdings, LLC
Denver Place, South Tower, 999 18th Street, Suite 1750
Denver, CO 80202

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, and last name)

Vodafone Americas, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

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(enter date affidavit is notarized)

1121996

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

Donohue & Stearns, PLC
801 North Fairfax Street
Suite 209
Alexandria, VA 22314

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Edward L. Donohue
Frank W. Stearns

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

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

Curzon Development Corp.
4801 Hampden Lane #106
Bethesda, Maryland 20814

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, and last name)

H & A Plotnek Investments, L. P., LLLP

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

David Plotnek President
Harold Plotnek President
Jay Kaufman Director & Vice President
Avril Plotnek Vice 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.

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(enter date affidavit is notarized)

1121992

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

New Cingular Wireless PCS, LLC
d/b/a AT&T Mobility
7150 Standard Drive
Hanover, MD 21076

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Cingular Wireless II, LLC

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

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

Cingular Wireless II, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

New Cingular Wireless Services, Inc.
Cingular Wireless, LLC

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121992

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

New Cingular Wireless Services, Inc.
5565 Glenridge Connector
Atlanta, GA 30342

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Cingular Wireless, LLC

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

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

Cingular Wireless, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

SBC Long Distance, Inc.	BLS Cingular Holdings, LLC
SBC Alloy Holdings, Inc.	Bell South Mobile Data, Inc.
Cingular Wireless Corp.	

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

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1121996

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

SBC Long Distance, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Telecom, Inc.

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

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

SBC Telecom, Inc.
175 East Houston St.

San Antonio, TX 78205

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, and last name)

SBC Teleholdings, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

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(enter date affidavit is notarized)

1121994

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

SBC Teleholdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

SBC Communications, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

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(enter date affidavit is notarized)

1121994

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

SBC Alloy Holdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Teleholdings, Inc.	Southern New England	Pacific Telesis Group
New Southwestern Bell Mobile Systems, Inc.	Telecommunications Corp.	SBC Services, Inc.
AWACS, Inc.	New SBC Wireless, Inc.	SBC Management Services, L.P.

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

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

New Southwestern Bell Mobilie Systems, Inc.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

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112199w

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

AWACS, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Southern New England Telecommunications Corp.
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

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(enter date affidavit is notarized)

1121994

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

New SBC Wireless, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Pacific Telesis Group
175 East Houston St.
San Antonio, TX 78205

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, and last name)

SBC Communications, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

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1121994

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

SBC Services, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)

SBC Communications, Inc.

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

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

Cingular Wireless Corp.
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

SBC Communications, Inc.
Bell South Corp.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

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(enter date affidavit is notarized)

112199r

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

Bell South Corp.
1155 Peachtree St., NE
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)

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

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

BLS Cingular Holdings, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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, and last name)

AB Cellular Holding, LLC
Wireless Telecommunications Investment Company, LLC

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

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1121994

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

AB Cellular Holding, LLC
5565 Glenridge Connector
Atlanta, GA 30342

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Bell South Mobile Data, Inc.
RAM Broadcasting Corp.

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

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

Wireless Telecommunications Investment Company, LLC
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Mobile Data, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121990

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

Bell South Mobile Data, Inc.
1155 Peachtree St.
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Bell South Mobile Systems, Inc.

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

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

Bell South Mobile Systems, Inc.
1155 Peachtree St.
Atlanta, GA 30309

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, and last name)

Bell South Corp.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121994

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

RAM Broadcasting Corp.
1155 Peachtree St.
Atlanta, GA 30309

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Bell South Mobile Data Inc.

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

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

SBC-MSI, LLC
175 East Houston St.
San Antonio, TX 75205

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, and last name)

Southwestern Bell Texas Holdings, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

Rezoning Attachment to Par. 1(b)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121994

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Southwestern Bell Texas Holdings, Inc.
175 East Houston St.
San Antonio, TX 78205

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 SHAREHOLDER: (enter first name, middle initial, and last name)
SBC Communications, Inc.

=====

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

=====

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

DESCRIPTION OF CORPORATION: (check one statement)

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

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

=====

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and 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.

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121990

for Application No. (s): PCA 83-L-074
(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 and zip code)

Cellco Partnership d/b/a Verizon Wireless
One Verizon Way
Basking Ridge, NJ 07920-1097

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

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

Bell Atlantic Mobile Systems, Inc.	General Partner
GTE Wireless Incorporated	General Partner
PCS Nucleus, L.P.	General Partner
JV PartnerCo, LLC	General Partner

(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, corporations, or trusts, to include the names of beneficiaries, 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 stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

1121996

DATE: July 15, 2011
(enter date affidavit is notarized)

for Application No. (s): PCA 82-L-083-02
(enter County-assigned application number (s))

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

PCS Nucleus, L.P.
Denver Place, South Tower
999 18th Street, Suite 1750
Denver, CO 80202

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

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

Vodafone Holdings, LLC	General Partner
Vodafone Americas, Inc.	General Partner

(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 Attachment to Par. 1(c)

DATE: July 15, 2011

(enter date affidavit is notarized)

PCA 83-L-074

1121994

for Application No. (s): _____

(enter County-assigned application number (s))

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

Fourth Hotel Associates L. P.
4801 Hampden Lane Suite 106
Bethesda, Maryland 20814

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

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

Curzon Development Corp.

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

1121996

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

H & A Plotnek Investments, L. P., LLLP
4801 Hampden Lane Suite 106
Bethesda, Maryland 20814

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

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

David Plotnek	Limited Partner
Jay & Bernice Kaufman (JTWROS)	Limited Partner
William & Gail Isaac	Limited Partner

(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 Attachment to Par. 1(c)

DATE: July 15, 2011
(enter date affidavit is notarized)

112199w

for Application No. (s): PCA 83-L-074
(enter County-assigned application number (s))

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

SBC Management Services, L.P.
175 Houston St.
San Antonio, TX 78205

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

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

SBC-MSI, LLC, General Partner

Southwestern Bell Texas Holdings, Inc., Limited Partner

(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: July 15, 2011
(enter date affidavit is notarized)

1121992

for Application No. (s): PCA 83-L-074
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, 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 the 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.

REZONING AFFIDAVIT

DATE: July 15, 2011
(enter date affidavit is notarized)

1121996

for Application No. (s): PCA 83-L-074
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, 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 more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

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

During the twelve month period prior to the public hearing, Frank W. Stearns, Esq., a partner in the law firm of Donohue & Stearns, PLC, made a contribution in excess of \$100 to Supervisor Pat Herrity and Supervisor John C. Cook. Edward L. Donohue a partner in the law firm of Donohue & Stearns, PLC made a contribution in excess of \$100 to Supervisor Michael R. Frey.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

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

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, 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:

(check one)

[] Applicant

[x] Applicant's Authorized Agent

Frank W. Stearns, Esq., Agent for Applicant

(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 15th day of July 2011, in the State/Comm. of Virginia, County/City of Loudoun

Kimberly Patterson
Notary Public

My commission expires: 12/31/2014



STATEMENT OF JUSTIFICATION

Verizon Wireless & AT&T Mobility

In support of application for Special Exception Amendment and Proffer Condition Amendment for
Antenna Collocation at
5716 Van Dorn Street, Alexandria, Virginia 22310

1. THE DESCRIPTION OF PROPOSED USE:

- a. **THE PROPERTY:** The subject property ("Property") consists of three (3) Tax Map Nos. 0812 003 0002 81,801 sq. ft. or 1.88 acres, 0812 003 0001 26,969 sq. ft. and 0812 01 0012B 27,958 sq. ft., total of all three parcels 136,728 sq. ft. or 3.14 acres. The Property is located at 5716 and 5720 Van Dorn Street Alexandria, VA 22310 in the Lee Magisterial District.
 - i. **CURRENT CONDITIONS OF THE PROPERTY:** The Property is currently improved with a nine (9) story hotel with 169 rooms ("Comfort Inn"). A small eating establishment operating in the evening hours only, an ancillary service establishment within an existing hotel and a vehicle rental was approved on a previous application SE 2006-LE-032. The vehicle rental is no longer operating at this location.
- b. **TYPE OF OPERATION:** Cellco Partnership d/b/a Verizon Wireless ("Verizon") wishes to add thirteen (13) antenna to the rooftop of the existing hotel and six (6) unmanned equipment cabinets to be located on a new 18 feet x 9 feet 6 inches platform. Verizon also intends to install a generator at ground level enclosed within a board on board fence that will screen the new generator and the existing generator. AT&T will install 12 antennas on the rooftop along with equipment cabinets that will be located behind a 12' x 28' screened platform. More detailed information concerning the antennas/rad centers/equipment cabinets/sectors can be found in the table attached to the end of this document.
- c. **HOURS OF OPERATION:** The facility will be unmanned and will operate 24 hours a day, 7 days a week, 365 days each year. Routine maintenance will occur once or twice per month, performed by a service technician driving a standard size vehicle.
- d. **ESTIMATED NUMBER OF PATRONS AND CLIENTS:** There will be no patrons or clients and only occasional maintenance personnel as stated above. If repair work is necessary, there will be temporary repair people at the site to fix any deficiencies or damaged equipment.
- e. **PROPOSED NUMBER OF EMPLOYEES:** There are no employees at the telecommunication site on a daily basis.

f. DESCRIPTION OF ARCHITECTURE OF PROPOSED INSTALLATION: As shown on the attached Special Exception Amendment Plat Verizon is requesting permission to install thirteen (13) panel antenna with five (5) on one sector and four (4) on each of the other two sectors. The sector with five (5) antenna will have two (2) LPA 4019 measuring 94.5" x 21.25" x 13.65" and one (1) BXA 70040/8 measuring 94.6" x 7.9" x 23.6" and two (2) BXA 185040/8 measuring 48.8" x 4.7" x 11.2" and the other two sectors with four (4) each per sector will have two (2) LPA 4019 measuring 94.5" x 21.25" x 13.65" and one (1) BXA 70040/8 measuring 94.6" x 7.9" x 23.6" and one (1) BXA 185040/8 measuring 48.8" x 4.7" x 11.2". The sector with five antennas will be facing the southeast and will be affixed to the new equipment platform with a RAD center of 82 feet. This will be 6 feet 9 inches above the existing roof level. The top of the tallest of those antenna will be 10 feet 9 inches above the roof level which is seventy-five (75) feet. The antenna affixed to the new equipment platform will be screened. The other two sectors facing the north and south will have the antenna mounted on sleds with the top of the tallest antenna at 92 feet AGL. The RAD center for the other antenna will be 88 feet. Verizon will conceal the proposed six (6) equipment cabinets behind a screening wall. The generator is to be located on ground level adjacent to an existing generator both of which will be enclosed within the new six (6) foot tall board on board fence. AT&T proposes to install 12 antennas at a RAD center of 82'-6" AGL. Consisting of 3 sectors with 4 antenna at each sector, they will be concealed behind new permanent stealth sleds. There will be 10 equipment cabinets located on a 12'x28' screened platform on the rooftop.

2. THE REQUIREMENTS FOR PROPOSED USE: The current site as stated above is improved with a nine (9) story hotel. It already has a telecommunication wireless provider located on the roof. The rooftop coverage exceeds 25% therefore; all structures on the roof must be included in the building height. Subject hotel was approved by SE 81-L-108, which among other conditions permitted a maximum building height of eighty (80) feet. When the building rooftop coverage exceeds 25%, all structures on the roof are to be included in the building height and the total height of all rooftop structures is 95 feet. Accordingly, it is necessary to amend SE 81-L-108 and the proffers associated with RZ 83-L-074/PCA 82-L-083-1 and PCA 81-L-093-2 to allow the existing height and additional rooftop coverage proposed by Verizon.

The proposed Verizon & AT&T facility has been located to fill in gaps in the existing coverage and to provide additional coverage as capacity is overloaded for existing cells currently supplying this site. The number of users of wireless data capabilities is straining the capacity of the existing cells so that the cells cannot provide adequate service. When a cell is overloaded, calls are dropped or not completed.

AT&T is hoping to build a seamless wireless network that will bring the benefits of wireless 2G/3G/4G services to the residential and commercial entities of Oakwood, Winslow Hill, Franconia Hills, Lunt, Bren Mar Park, Cameron, Landmark, Brook land Estates and Maple Grove Estates. In order for quality services to be provided to end users, all wireless communications facilities constructed by AT&T must operate properly and provide continuous coverage. Continuous coverage is achieved by ensuring that each facility has adequate overlap in coverage with neighboring facilities. Adequate overlap ensures mobile customers moving from one geographic area to another experience uninterrupted transmission and guarantees that all calls are

seamlessly handed over from one site to another. To that end, wireless communications facilities have to be engineered and spaced such that the placement of the facilities will allow for acceptable overlap.

With the AT&T increasing number of subscribers in these areas, the voice and data demand in the network has also increased tremendously. The voice and data demands are coming from residential and commercial establishments. The commuters along the interstate and local roads are also contributing to the network traffic. The installation of this new equipment will expand voice and data capacity in 2G, 3G and 4G. This expansion will ensure sufficient voice and data capacity to meet the increasing needs.

This site is already being used for a telecommunication facility and Verizon's and AT&T's additional antennas will be a minimal intrusion on the rooftop. By using the existing building Verizon and AT&T will not need a new structure approximately one hundred (100) feet in height in this part of Fairfax County. There are no other existing structures in the search area that will serve this particular need.

Verizon & AT&T will use equipment cabinets, which will meet all required energy codes, building codes, mechanical codes and electrical codes. All construction will be inspected and approved by the Fairfax County Department of Permits and Inspections. The ground compound is currently not screened, but will be with a six-foot tall wooden board on board fence consistent with Fairfax County regulations.

There will be no offensive odors emitted by the equipment or antenna. There will be no harmful emissions, or electrical interference from the equipment or antenna. The facility will not have any lights except for those lights on the existing hotel. There will be no adverse impacts on the surrounding properties. The existing hotel sits on Van Dorn Street but on a parcel surrounded by the Capitol Beltway and access ramps to and from the Beltway. The rooftop is already being used for one telecommunications facility and an addition of the proposed antenna at a height less than the tallest antenna that is currently installed will not significantly change the visual profile of the hotel.

- a. OWNERS CONSENT AND AUTHORIZATION: The Fourth Hotel Associates LP owns the Property. The authorization to proceed with this application is included herewith.

3. ANTICIPATED IMPACT ON ADJOINING PROPERTIES IN AN ON AND OFF SITE ENVIRONMENTAL FEATURES:

- a. Estimated traffic, noise and light impact: The proposed facilities will have no material impact on traffic. The only traffic generated by the addition of the proposed equipment to the roof of the existing hotel will be periodic maintenance conducted during normal business hours and any emergency maintenance repair visits, if they are necessary.

Further, the proposed installation will not emit noise, fumes or light. It will have no adverse effect on the environment or on the use of development of adjoining properties. All equipment will operate well below the RF emission guidelines adapted by the Federal

Communication Commission. The operations will cause no interference to radio or television broadcast station reception or any other electronic devices.

- b. DESCRIPTION OF HAZARDOUS SUBSTANCES IMPACT, IF ANY: There are no known hazardous or toxic substance as set forth in Title 40, Code of Federal Regulations part 116.4:302.4:355: no hazardous waste as set forth in the Commonwealth of Virginia Department of Waste Management Regulations BR672-10-1 Virginia Hazardous Waste Management Regulations; and/or no petroleum products defined in Title 40, Code of Federal Regulations Part 280, to be generated, utilized, stored, treated, and/or disposed of onsite other than Verizon's emergency generator which uses diesel fuel as well as that of the existing telecommunication facility which also uses diesel fuel, upon information and belief.
4. COMPLIANCE WITH THE COMPREHENSIVE PLAN: The proposed use is consistent with and furthers the goals and the objectives of the County Comprehensive Plan ("Plan") and the approximate location, character and extent of the application are in substantial accord with the Plan.

As to the location, the proposed facility will be collocated within the existing telecommunication facility on the roof of the building. The additional antennas on the roof will actually be below the tallest antenna currently existing. Verizon & AT&T's proposed use is consistent with the objectives found in the Policy Plan element of the Plan regarding Mobile and Land Based Telecommunication Services. Under the "General Guidelines", section the Policy Plan states:

Objective 42: in order to provide for the mobile and land based telecommunications network wireless telecommunications systems licensed by the Federal Communications Commission and then ordered to achieve opportunities for the collocation of related facilities and reduction of their visual impact, locate the networks necessary support the facilities which include antenna, monopoles, lattice towers equipment buildings in accordance with the following policies:

Policy A: avoid the construction on new structures by locating mobile and land based telecommunication facilities on available existing structures such as building rooftops, telecommunication and broadcast poles and towers electrical utility poles and towers and water storage facilities for telecommunication facilities can be placed inconspicuously to bond with such existing structures.

The proposed uses are on a currently existing structure already approved for and improved with telecommunication facilities. This Application will not be increasing the height of the existing antenna but it will actually be below it. The equipment currently located on the ground, which is unscreened, will now be screened with a six-foot high wooden fence compound. The additional equipment cabinets on the roof will also be shielded with a screen. The proposed use will be making use of an existing structure seventy-five (75) feet with a roof height of ninety-five (95) feet to top of the existing antenna. The profile of the hotel will not be changed noticeably in this location adjacent to the Capitol Beltway and on the west side of Van Dorn Street away from the residential neighborhoods is an appropriate place to site a telecommunication facilities so to be

unobtrusive. For these reasons the Application respectfully submits the proposed telecommunication facility is consistent with the Plan as to character, location and extent.

5. ALTERNATIVE SITES CONSIDERED FOR THE PROPOSAL: The proposed use is to collocate additional telecommunication equipment at the site of an existing telecommunication facility. This location achieves coverage objectives while removing the need to build a new communication infrastructure. This will result in improved coverage for area residents, visitors and businesses with negligible impact on the surrounding area. As such, this is the best possible location upon which to locate the proposed antenna; accordingly alternative sites were not considered.
6. PROPERTY IDENTIFICATION MAP: 0812 003 0002, 0812 003 0001 and 0812 01 0012B
7. PROPOSED FACILITY PLAN: See attached Special Exception Plat.
8. REDUCED COPY OF PLANS: See attached reduction.
9. OTHER INFORMATION: Please see attached photo documentation.
10. CONSISTENCE WITH SECTION 3-1052 OF THE ZONING ORDINANCE: Verizon use will comply with the performance standards set forth in Article 14 of the Zoning Ordinance.

For the reasons stated above the Applicant respectfully requests that the Special Exception Amendment be granted.

82-L-083-1

PROFFERS FOR RZ 83-L-074, PCA 81-L-~~083-1~~ AND PCA 81-L-093-2

82 The owner and applicant in Rezoning RZ 83-L-074, PCA ~~81~~-L-083-1 and PCA 81-L-093-~~1~~2 does hereby proffer, contingent only upon the adoption by the Board of Supervisors of the Rezoning RZ 83-L-074, PCA ~~81~~-L-083-1 and PCA 81-L-093-~~1~~2 the following conditions pursuant to § 15.1-491.1 et seq. of the Code of Virginia (1981 & Supp.) and § 18-203 of the Zoning Ordinance of Fairfax County, Virginia (1982):

1. The property shall be developed in substantial accord with the Generalized Development Plan dated 11/5/82 and revised 9/26/83 and 10/12/83, prepared by Bengtson, DeBell, Elkin & Titus entitled "Van Dorn Street Hotel," which Development Plan contemplates a nine (9) story, seventy-five (75) foot high hotel containing 194 units.

2. Right of way to fifty-five (55) feet from the center line of South Van Dorn Street shall be dedicated and a third traffic lane shall be constructed therein.

3. A right turn lane will be constructed at the entrance into the site, as shown on the attached development plan.

4. A left turn lane for north bound traffic on South Van Dorn Street will be provided by widening the street on the east side thereof, within existing VDH&T right of way, so as to create two (2) lanes in addition to a left turn lane, as shown on the attached development plan.

5. The site will be graded to allow for maximum sight distance, particularly toward the northern end thereof, in accordance with the attached development plan.

6. The entrance to the site will be constructed as a channelized, single lane section, in accordance with the attached development plan.

7. The exit from the site will be constructed as a two lane section, with one right turn lane and one left turn lane, as shown on the attached development plan.

8. The written approval of the Virginia Department of Highways and Transportation will be obtained for changes in construction contemplated within the South Van Dorn/VDH&T right of way.

9. Requirements in the Public Facilities Manual for storm water management in effect at the time of final site plan approval shall be satisfied.

10. A maximum noise of 55dBA shall be achieved within the hotel, either by undertaking the acoustical treatment procedure previously described in the Fairfax County Staff Report for rezoning #79-L-019 or through such other acoustical treatment as achieve that standard.

11. A complete soils report prepared by a professional engineer will be furnished prior to, or concurrent with, the submission of building plans.

12. In the event that VDH&T constructs a sidewalk under the length of the I-495/I-95 bridge on the west side of South Van Dorn Street, then the applicant will construct steps leading from the north end of the parking lot down to a connection with such sidewalk.

13. A site plan, prepared in accordance with the provisions of Article 17 and all the other proffers contained herein, shall be submitted and approved, said site plan to comply with ordinance requirements for parking, landscaping and screening.

14. All applicable ordinances, regulations and adopted standards shall continue to apply, except as modified by the special exception; the undersigned shall be responsible for obtaining the required residential/non-residential use permit through established procedures; the special exception shall not be valid until said use permit has been obtained and the requirements herein complied with.

15. The applicant and owner shall construct a third south-bound lane in South Van Dorn Street within the existing VDH&T right of way as shown on the attached development plan.

16. The design of the entrance/exit into the hotel site shall be reviewed by and found acceptable to VDH&T and Fairfax County.

17. Incorporated herein by reference are the conditions attached to Special Exceptions SE 81-L-108 granted January 11, 1982 and renewed January 24, 1983 to permit an increase in height to eighty (80) feet for the hotel development.



County of Fairfax, Virginia

MEMORANDUM

TO: Peter F. Murphy, Jr., Chairman
Fairfax County Planning Commission

DATE: August 18, 2011

FROM: Fred R. Selden, Director *FRS*
Department of Planning and Zoning

SUBJECT: **FS-L11-27**
Verizon Wireless and AT&T Mobility
Comfort Inn Hotel
5716 South Van Dorn Street
81-2 ((1)) 12B; 81-2 ((3)) 1, 2
Lee District

PURPOSE

This memorandum conveys my determination that the telecommunications facility co-location proposed by AT&T Mobility and Verizon Wireless located at 5716 South Van Dorn Street is substantially in accord with recommendations of the adopted Comprehensive Plan, and should be considered a "feature shown" pursuant to Va. Code Section 15.2-2232, as amended.

Note: FS-L11-27 has been filed concurrently with SE 2011-LE-005, PCA 81-L-093-03, PCA 82-L-083-03, and PCA 83-L-074, scheduled for a public hearing on September 21, 2011.

RECOMMENDATION

I recommend that the Planning Commission concur with my determination and find the proposed telecommunications facility a "feature shown" of the Comprehensive Plan.

SUMMARY OF PROJECT

Type/size of Structure Antennas Mounted On: An existing 75' hotel building
Antenna Type and Number: Verizon-Thirteen (13) panel antennas; AT&T-Twelve (12) panel antennas.

SUMMARY OF PROJECT-continued

Antenna Dimensions: See Attachment I. Antenna dimensions will not exceed the maximum size allowed in accordance with the Zoning Ordinance.

Antenna Placement: **Verizon-Five (5)** antennas will be facing southeast and affixed to a new equipment platform 82' above ground and will be screened; **Eight (8)** (four antennas on two sectors) will be facing the north and south will be sled-mounted @ 92' above ground; while the other RAD center will be 88' above ground; **AT&T-Twelve (12)** panel antennas (concealed behind new stealth sleds) at 82'6" above ground.

Equipment: **Sixteen (16)** equipment cabinets and **one (1)** new generator are proposed.

Equipment Placement: Cabinets to be located on new screened platforms on building rooftop (see Attachment I for dimensions). One (1) new generator is proposed at ground level.

Type of Screening: New board-on-board fence that will screen the new and existing generators.

BACKGROUND

The applicants propose to add their antennas to an existing telecommunications facility and place their equipment on the building rooftop and at ground level. The applicant's statement of justification, need, and technical requirement are presented in the application (Attachment II).

ZONING COMMENTS

The subject property is zoned C-8. The Zoning Administration Division of the Department of Planning and Zoning has determined that the existing hotel is subject to SE-81-L-018 for an increase in building height to 80-feet; therefore Verizon and AT&T have filed a joint special exception application to allow the increase in the building height requirement. The Zoning Evaluation Division has also reviewed the proposed telecommunications facility and finds that it must be in substantial conformance with SE 2011-LE-005 and PCA 81-L-093-03 development conditions and/or proffers at the proposed location (Attachment III).

COMPREHENSIVE PLAN PROVISIONS

The proposed facility is located in the Van Dorn Transit Station Area, Land Unit C, in the Rose Hill Planning District, in Planning Area IV. The Comprehensive Plan Map identifies the site for hotel use. The 2011 edition of the Policy Plan, under the Public Facilities Section, provides the following guidance for Mobile and Land-Based Telecommunication Facilities on pages 37-42:

Mobile and land-based telecommunication services provide for the wireless transmission of voice and data and include cellular and personal communications services, paging and wireless internet services, and mobile radio. These services operate from wireless networks that are dependent on antenna devices and related equipment to transmit from a sender to one or more receivers. Such services are viewed as public utility service providers that benefit the community and its economic growth and vitality. The objectives and policies set forth in this section provide guidance on siting and design issues and are used in evaluating land use applications. They should not be interpreted as superseding or amending any requirements of the Zoning Ordinance or other local, state and Federal laws pertaining to these issues.

General Guidelines: Objective 42 encourages the location of new providers on available facilities and rooftops when the telecommunication facilities can blend with the structure. The Plan encourages the co-location on facilities on structures and a design that minimizes the impacts on the character of the property and surrounding areas.

The proposed facilities are on an existing rooftop that has telecommunication facilities for multiple providers. The new facilities are behind screens to stealth them from adjacent properties and minimize their visual impact. In staff's opinion, the location meets guidance of Objective 42.

Objective 43 encourages the design of the telecommunication facilities to mitigate their visual presence and prominence by concealing their intended purpose in a way that is consistent with the character of the surrounding area.

The applicants have located the facilities behind a stealth screen to hide the facilities from the ground and blend them into the building. In staff's opinion, the applicant has met this guideline.

The Policy Plan provides Feature Shown Guidelines for when the Planning Commission should approve the facility as a "feature shown". Policy Plan Objective 44, Policy A, requires the facility to be located on an existing structure within a commercial district. Under Objective 44, Policy C, the Planning Commission is to determine that the proposed installation has no material adverse impact on the visual quality or character of the general area in which it is to be placed including any surrounding residential properties; the proposed installation is located and designed to blend with the structure on which it is placed such as flush-mounting antennas or screening the antennas and equipment as appropriate to the site; the proposed installation, when in a grouping of other similar structures, is consistent with the pattern of those surrounding structures;

related equipment cabinets or shelters located on the ground or on a rooftop should be appropriately screened or placed to obscure their visibility from surrounding properties; building rooftop antennas should be either flush mounted to surface walls, screened or placed to not be visible from the surrounding area and access to the proposed installation for purposes of maintenance has no material adverse impact on adjoining properties.

The facilities are located on the roof of an existing hotel within a C-8 District. In staff's opinion, the facilities will blend into the building's existing facilities, will be hidden by the proposed screens, and will blend into the character of the building, thereby minimizing the visual impact on nearby residential neighborhoods. Staff concludes it meets the Policy Plan guidelines for location and design and should be considered a "feature shown" pursuant to 15.2-2232 of the Code of Virginia.

CONCLUSION

The proposed telecommunications facility will have less visual impact on nearby residential properties than a new monopole or other structure located elsewhere in the vicinity. The subject proposal specifically addresses "feature shown" guidelines in the telecommunications section of the Policy Plan and satisfies the spirit and intent of Plan guidelines to minimize the proposed facility's visual impact on nearby stable residential neighborhoods. Therefore, I have concluded that the proposed Verizon/AT&T Mobility telecommunications facility located at the Comfort Inn, at 5716 South Van Dorn Street, should be considered a "feature shown" pursuant to Section 15.2-2232 of the Code of Virginia.

Attachments

FRS/cam

PLANNING DETERMINATION

Section 15.2 -2232 of the Code of Virginia



Number: FS-L11-27

District: Lee

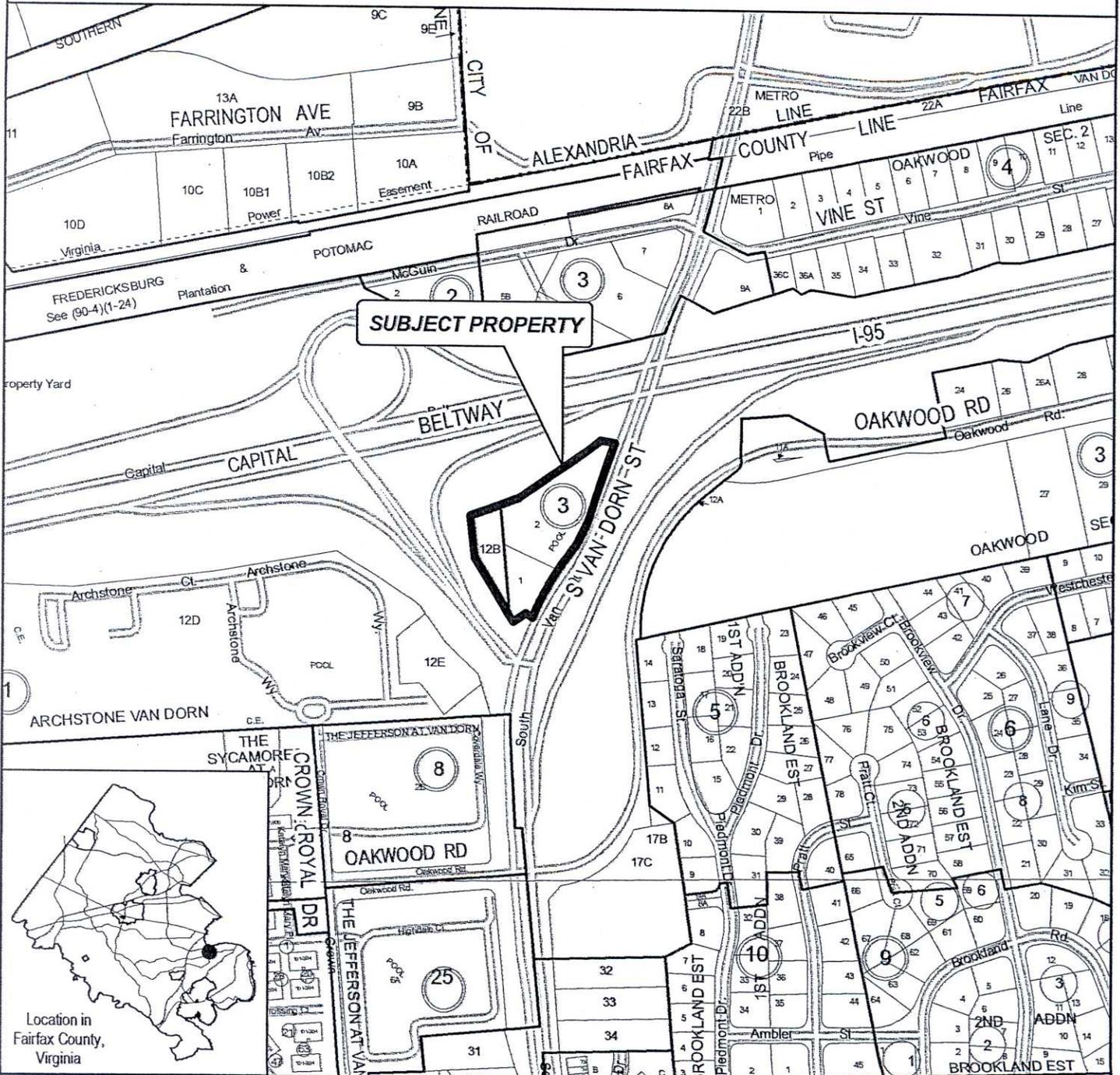
Acreeage: N/A

Subject Property: 81-2 ((1)) 12B; 81-2 ((3)) 1, 2

Planned Use: Hotel

Applicant: AT & T and Verizon

Proposed Use: Telecommunications Facility: rooftop collocation



500 FEET

PREPARED BY THE DEPARTMENT OF PLANNING AND ZONING
USING FAIRFAX COUNTY GIS



Supplement to 2232 dated June 23, 2011.
Verizon Wireless & AT&T Mobility.
Comfort Inn, Alexandria, VA

VERIZON & AT&T

Applicant	#of antennas/dimensions	Sector/rad center	#cabinets/dimensions
Verizon	13	Alpha/82' Beta/82' Gamma/88'	6
	21.25"Wx94.50"Hx13.65" D		35.40"Wx75.80H"x37.80"D
	23.60"Wx94.60"Hx7.90"D		30.00"Wx69.00"Hx31.00"D
	11.20"Wx48.80"Hx4.70"D		
AT&T	12	All sectors/82'-6"	10
	11.80"Wx55.00"Hx6.00"D		38.50"Wx74.50"Hx35.20"D 30.00"Wx76.40"Hx29.50"D

COUNTY OF FAIRFAX, VIRGINIA
APPLICATION FOR DETERMINATION
PURSUANT TO
SECTION 15.2-2232 OF THE CODE OF VIRGINIA

Application Number: FS-111-27
(assigned by staff)

The application contains three parts: I. Application Summary; II. Statement of Justification; and I Telecommunication Proposal Details. Please do not staple, bind or hole-punch this application. Please provide at least one copy of all pages, including maps and drawings, on 8.5 x 11 inch paper.

(Please Type or Print All Requested Information)

PART I: APPLICATION SUMMARY

ADDRESS OF PROPOSED USE

Street Address 5716 South Van Dorn Street (Comfort Inn)

City/Town Alexandria Zip Code 22310

APPLICANT(S)

Name of Applicant Cellco Partnership, d/b/a Verizon Wireless. AT&T Mobility.

Street Address 9000 Junction Drive

City/Town Annapolis Hanover State MD Zip Code 20701

Telephone Number: Work () Fax ()

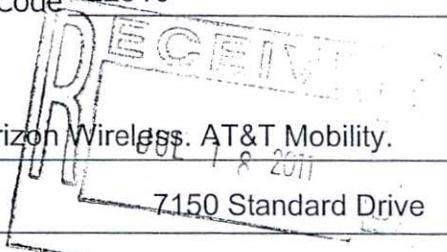
E-mail Address FWStearns@donohuestearns.com

Name of Applicant's Agent/Contact (if applicable) Frank W. Stearns, Esq.

Agent's Street Address 201 Royal Street, SE, Suite E

City/Town Leesburg State VA Zip Code 20176

Telephone: Work (703) 726-2547 Fax () 703-737-3793



PART II, entitled "Statement of Justification," pages 4 through 6, shall be completed by all applicants and included as part of the application. **PART III**, entitled "Telecommunication Proposal Details," pages 7 through 9, also shall be completed and included for all proposed telecommunication uses.

Name of Applicant or Agent Frank W. Stearns, Esq.

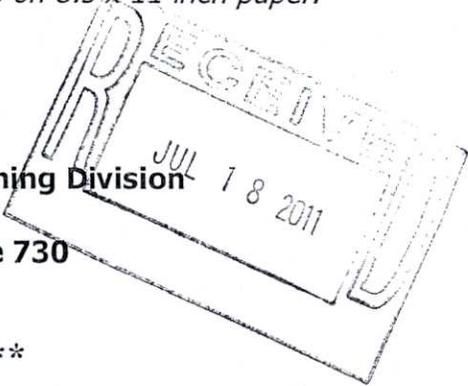
Signature of Applicant or Agent Frank Stearns (L, AB)

Date June 23, 2011

Please do not staple, bind or hole-punch this application. Please provide at least one copy of all pages, including maps and drawings, on 8.5 x 11 inch paper.

Submit completed application to:

**Fairfax County
Department of Planning and Zoning, Planning Division
Herrity Building
12055 Government Center Parkway, Suite 730
Fairfax, Virginia 22035**



FOR STAFF USE ONLY

Date application received: 7/18/11

By: [Signature]

Additional information requested to complete application:

Date application accepted: 8/12/11

By: [Signature]

PROPOSED USE

Street Address 5716 South Van Dorn Street (Comfort Inn)

Fairfax Co. Tax Map and Parcel Number(s) 0812-03-0002, 1 ; 81-2(17)125

Brief Description of Proposed Use _____

Telecommunications facility-Verizon proposes to add thirteen (13) antennas to the rooftop of the existing hotel and six (6) equipment cabinets to be located on a new 18 feet x 9 feet 6 inches platform. Verizon also intends to install a generator at ground level enclosed within a new board on board fence that will screen the new generator and the existing generator.

AT&T proposes to install twelve (12) antennas on the rooftop and ten (10) equipment cabinets on a new 12'x28' screened platform. More detailed information for both carriers on the number and dimensions of antennas, equipment cabinets and rad centers can be found on attached sheet.

Total Area of Subject Parcel(s) 3.14 acres (acres or square feet)

Portion of Site Occupied by Proposed Use 171 sq. ft. (acres or square feet)

Fairfax County Supervisor District Lee Transportation

Planned Use of Subject Property (according to Fairfax County Comprehensive Plan)
Motel with restaurant & other comm.

Zoning of Subject Property C-8 (Highway Commercial)

List all applicable Proffer Conditions, Development Plans, Special Exceptions, Special Permits or Variances previously approved and related to this site

- RZ 83-L-074
- PCA 81-L-093-~~3~~
- PCA 82-L-083-~~3~~
- SE 81-L-108

PROPERTY OWNER(S) OF RECORD

Owner Fourth Hotel Associates, LP

Street Address 5716 South Van Dorn Street care of Comfort Inn

City/Town Alexandria State VA Zip Code 22310

PART III: TELECOMMUNICATION PROPOSAL DETAILS

Please complete and provide all requested information. If question is not applicable to the proposed use, please indicate with N/A.

PROPOSED TELECOMMUNICATION USE

Use is (check one):

- New structure (monopole, tower or camouflaged facility)
- Replacement of existing pole or tower at same location with another pole or tower
- Antenna placement on building or penthouse facade
- Antenna placement on building or penthouse rooftop
- Collocation on other existing telecommunications structure (monopole or tower)
- Collocation on other non-telecommunications structure (such as an electric transmission tower/pole, utility pole, water tower, etc.)
- Modification to telecommunications facility previously approved for same applicant:
Prior 2232 Review application number: _____
Date of Planning Commission approval: _____

PROJECT DETAILS

1. ANTENNA

Number and Type: Number=25. (Verizon=13/AT&T=12). Type=panel antennas.
Dimensions: height 95"&55" width 24"&12" depth 14"&6" diameter _____
Location / Placement: Existing rooftop on new equipment platforms.
Wattage: n/a
Material and Color: Material=metal. Color=brown.
Material and Color of the Antenna Mounting: Material=metal. Color=brown.
Height Above Ground: Verizon @ 82' & 88' (AGL). AT&T @ 82'-6" (AGL).

2. EQUIPMENT

Number and Type of Cabinets or Structures: Number=16. Type=Lucent/Argus.
Cabinet / Structure Dimensions: height 80"&76" width 30"&39" depth 38"&35"
Height of equipment platforms, if any: n/a
Material and Color: Brown.
Location: Existing rooftop.
Method of Screening: Screen wall.

3. STRUCTURE ON WHICH ANTENNAS WILL BE MOUNTED

Maximum Height: 75'.
Material: Concrete.
Color: Beige.
If structure is within a utility right-of-way, state right-of-way width:

JAN 03 2011

Zoning Evaluation Division

**AFFIDAVIT OF ENGINEER
IN SUPPORT OF VERIZON WIRELESS
SPECIAL EXCEPTION APPLICATION AT
5716 Van Dorn Street, Alexandria, VA 22310,
Tax Map Nos. 0812 003 0002, 0812 003 0001 and 0812 01 0012B**

Lori F. Roberts, P.E. of 2926 Summer Hill Drive, West Friendship, Maryland being first duly sworn, states that she is a certified engineer and Consulting Engineer for Verizon Wireless, and for purposes of Section 9-103 the Fairfax County Zoning Ordinance, dated August 14, 1978, as amended, submits the following statement as follows:

The engineering analysis for selection of this particular site at 5716 Van Dorn Street, in Fairfax County, required the use of an idealized array of regularly spaced hexagons connected in a lattice pattern. At the center of each hexagon is located a primary cell. For the purpose of meeting the service quality goal, various hexagonal overlays of different sizes have been developed for use by our engineering staff. Grids with cells larger than 10 miles are inadequate to meet the standards established by Verizon Wireless for designing cellular systems. Grids with cells varying in size from 5 to 10 miles are used to predict the coverage for the proposed system.

The cost of cellular system varies significantly depending on the number of cells used, the larger the cell grid, the smaller the number of cells used. A good design is economical, employs a minimum number of cells initially, and provides for the addition of cells where and when system capacity dictates. A grid that is too small may provide blanket radio coverage of an area, but can cause intolerable levels of interference and affect system growth since grid size affects channel reuse distances. Moreover, such a system would be more expensive than a system designed using a larger grid.

Various rigid grid sizes and differing configurations are studied when designing a cellular system to determine which grid provides the minimum number of cells and can be used to achieve the desired service quality for potential users while maximizing expansion possibilities. Grid sizes are evaluated using a sophisticated computer program developed by Verizon Wireless (VZMW) called Geoplan (GP), which begins with the largest grid and moves to the smallest grid in order to avoid overdesigning the system. GP estimates the radio propagation coverage from each individual cell site and incorporates that information into a total system overview, thus defining the composite coverage of the several cells that might serve a system user. Detailed topographic information is incorporated into the computer database as well.

The size of the cells employed in the grid utilized in each GP analysis is determined by the base station transmitter power, antenna gain, type and height, noise, and surrounding terrain. The antenna type and gain and the transmitting antenna's power remain constant for the GP analyses. Directional antennas having a gain of 13 decibels ("DB") are utilized in the system design. The effective radiated power is assumed to be 100 watts for the purposes of the GP analyses, although the power may be reduced to radiate no more wattage than required to cover each cell. In no event does the power ever exceed the 100-watt limit established by the FCC.

The coverage provided by a particular cell grid is evaluated using GP employing different antenna heights. Final mast height determinations are made on the basis of the GP analysis. Verizon Wireless selects the lowest mast height that will maintain the desired signal strength over the area covered by a particular cell. A mast height is lowered only if coverage of the antenna to the cell area can be maintained.

The GP program takes into account the effect on the received signal caused by signal shadowing and blocking due to relevant terrain difference. The GP computer program uses an empirically derived radio propagation model and the fixed technical design elements for optimum cell size and orientation derived by VZMW to estimate the coverage for the proposed system, given the height of the transmitting antenna in each cell specified by the system design engineer and the topographic characteristics of the surrounding terrain.

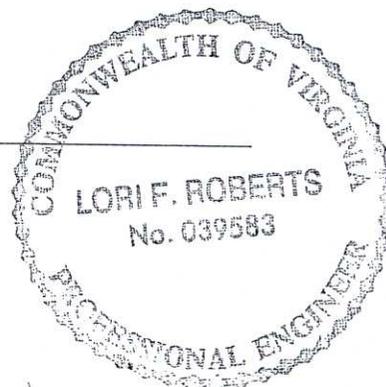
Applying GP and using the basic design elements established by VZMW, the various grids are oriented in a way which maximizes reliable coverage for the grid. The received signal levels within small rectangles of terrain throughout the desired market area are then calculated. The distance and the topography between each rectangle and all proposed cell sites are used to determine the probability of receiving a signal-to-noise ratio of 18 DB. The GP program depicts small areas or bins where the probability of receiving this predetermined acceptable signal strength is between 50 percent and 90 percent, and where the probability is greater than 90 percent. Based on GP analyses of predicted coverage, using various grid sizes and orientations, a grid size and orientation is chosen that maximizes coverage consistent with the service quality goal to the designated market area, taking into account future system growth, traffic patterns, and interconnection possibilities with contiguous systems. The analysis undertaken to ensure that there will be no offensive odors, excess noise levels and no radiation or fire hazards nor electrical or blanketing interference from the equipment, transmission lines, or antennas.

Based on the above analysis, the particular site at 5716 Van Dorn Street, in Fairfax County was thereupon identified and selected for the proposed Verizon Wireless Telecommunication facility. Based upon a review of the standards set forth in Section 9-103 of the Fairfax County Zoning Ordinance the selection of this site for telecommunication facility meets the performance standards of the C-8 District.

I do certify that the proposed use of this facility will meet the required performance standards for C-8 district. The facility shall comply with Fairfax County Air Pollution Control Ordinances and the Fire Prevention Code. It does meet the FCC Radiation Standards and will not create noise or any adverse impact.

Lori F. Roberts

Lori F. Roberts, P.E.



COMMONWEALTH OF VIRGINIA

COUNTY OF FAIRFAX, to wit:

SUBSCRIBED and sworn to before me this 29 day of December 2010.

Lisa A. Hirrlinger

Notary Public



My Commission expires on August 17, 2012.

RECEIVED
Department of Planning & Zoning
JAN 03 2011
Zoning Evaluation Division

July 11, 2011

Andres Gomez
Manager of RF Engineering
ATT Mobility
7150 Standard Drive,
Hanover, MD 21076

RE: ATT Site Name: Oakwood
ATT FA Number: 10132701
ATT Construction number: 3916

The decision to construct a wireless communications facility at 5176 S. Van Dorn Street, Alexandria, Virginia was thoroughly researched and planned. Each site that AT&T constructs is designed specific to the location and needs of the community AT&T hopes to serve. There are no standard sites. Prior to submitting an Application for a Personal Wireless Services Facility Use Permit, AT&T conducted propagation tests. Propagation tests use software to predict height and coverage needs based on certain inputted information. Factors used in such calculations include antenna height, antenna models, transmit powers, the radius of the area the carrier is hoping to cover, terrain of the area and clutter. Clutter includes trees, buildings specific to the area and other objects in the community that might interfere with the network signal. A computer program then predicts how much coverage will be provided at certain proposed heights. Engineers also conduct drive tests of the neighborhood surrounding the proposed wireless communications facility. A drive test collects signals of all frequencies from a vehicle driven around the environs. Information from the drive test is then combined with the propagation test results to determine coverage needs. In the case of the proposed Oakwood wireless communications facility, the result of the tests showed that a 83-foot site would be required to provide the needed amount of coverage.

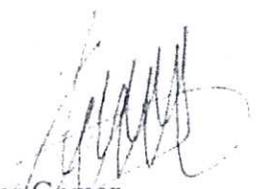
AT&T is hoping to build a seamless wireless network that will bring the benefits of wireless 2G/3G/4G services to the residential and commercial entities of Oakwood, Winslow Hill, Franconia Hills, Lunt, Bren Mar Park, Cameron, Landmark, Brook land Estates and Maple Grove Estates. In order for quality services to be provided to end users, all wireless communications facilities constructed by AT&T must operate properly and provide continuous coverage. Continuous coverage is achieved by ensuring that each facility has adequate overlap in coverage with neighboring facilities. Adequate overlap ensures mobile customers moving from one geographic area to another experience uninterrupted transmission and guarantees that all calls are seamlessly handed over from one site to another. To that end, wireless communications

facilities have to be engineered and spaced such that the placement of the facilities will allow for acceptable overlap.

With the AT&T increasing number of subscribers in these areas, the voice and data demands in the network have also increased tremendously. The voice and data demands are coming from residential and commercial establishments. The commuters in the interstate and local roads are also contributing to the network traffic. The installation of this new equipment will expand voice and data capacity in 2G, 3G and 4G. This expansion will ensure sufficient voice and data capacity to meet the increasing needs.

FCC require all wireless antenna operators to perform an assessment of a radiofrequency (RF) emissions from all the transmitting antennas at a site whenever antenna operations are added or modified, and to ensure compliance with Maximum Permissible Exposure (MPE) limit in the FCC regulations. In connection to this AT&T has conducted the MPE analysis as required by FCC. This analysis was completed to establish safe working distances for the Public utilizing guidelines set forth by the Federal Communications Commission (FCC) with regards to maximum human exposure limits; this has been accomplished by the use of predictive modeling software. AT&T will be operating in four different frequency bands – 700 MHz, 850 MHz, 1900 MHz, and AWS (2100 MHz) – and plans to use three different technologies, called GSM, LTE, and UMTS at the site. The analysis is done with the assumptions of maximum channel capacity & maximum transmitter power. At this site, antennas are installed on the rooftop, with RAD centers of 83' above ground. In these conditions, the power density of AT&T antenna emissions will not exceed the FCC Public limit at the street level therefore the only publicly accessible space to be studied for MPE is rooftop of the building. The results of this study will be considered and implemented in the structural design.

I do certify that the proposed use of this facility will meet the required performance standards for C-8 district. The facility shall comply with Fairfax County Air Pollution Control Ordinances and the Fire Prevention Code. It does meet the FCC Radiation Standards and will not create noise or any adverse impact.



Andres Gomez
Manager of RF Engineering
(410)782-7699

Slant +/- 45° Dual Polarized, Panel 40° / 19.5 dBi

BXA-185040/8CF

When ordering replace "___" with connector type.

Mechanical specifications

Length	1240 mm	48.8 in
Width	300 mm	11.8 in
Depth	120 mm	4.7 in
Depth with z-bracket	160 mm	6.3 in
4) Weight	5.9 kg	13.0 lbs
Wind Area		
Fore/Aft	0.37 m ²	4.0 ft ²
Side	0.15 m ²	1.6 ft ²
Rated Wind Velocity (Safety factor 2.0)		
	>233 km/hr	>145 mph
Wind Load @ 100 mph (161 km/hr)		
Fore/Aft	531 N	119 lbs
Side	234 N	53 lbs

Antenna consisting of aluminum alloy with brass feedlines covered by a UV safe fiberglass radome.

Mounting and Downtilting

Mounting brackets attach to a pipe diameter of Ø50-102 mm (2.0-4.0 in). If the lock-down brace is used, the maximum diameter is Ø88.9 mm (3.5 in).

Mounting Bracket & Downtilt Bracket Kit
#21699999

Electrical specifications

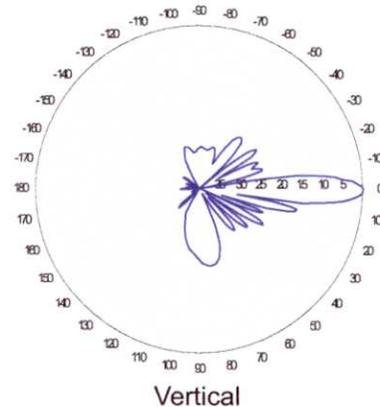
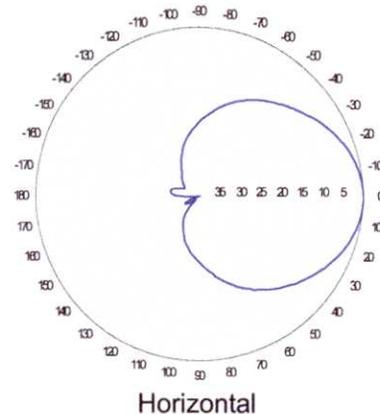
Frequency Range	1850-1990 MHz
Impedance	50Ω
3) Connector(s)	NE or E-DIN 2 ports / center
1) VSWR	≤ 1.4:1
Polarization	Slant ± 45°
1) Isolation Between Ports	< -30 dB
1) Gain	19.5 dBi
2) Power Rating	250 W
1) Half Power Angle	
H-Plane	40°
E-Plane	7°
1) Electrical Downtilt	0°
1) Null Fill	5%
Lightning Protection	Direct Ground

Patented Dipole Design: U.S. Patent No. 6,597,324 B2

- 1) Typical values.
- 2) Power rating limited by connector only.
- 3) NE indicates an elongated N connector. E-DIN indicates an elongated DIN connector.
- 4) The antenna weight listed above does not include the bracket weight.

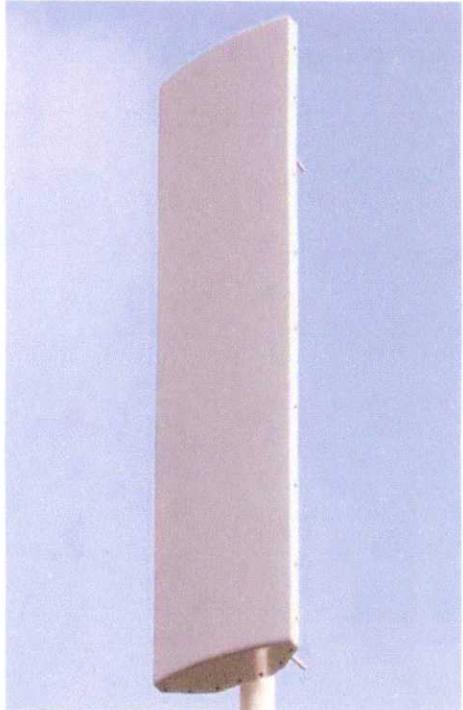
Improvements to mechanical and/or electrical performance of the antenna may be made without notice.

Radiation pattern¹⁾



Radiation patterns for all antennas are measured with the antenna mounted on a fiberglass pole.

Mounting on a metal pole will typically improve the Front-to-Back ratio.



Amphenol Antel's Exclusive 3T (True Transmission Line Technology) Antenna Design:

- Watercut brass feedline assembly for consistent performance.
- Unique feedline design eliminates the need for conventional solder joints in the signal path.
- A non-collinear system with access to every radiating element for broad bandwidth and superior performance.
- Air as insulation for virtually no internal signal loss.

This Amphenol Antel antenna is under a five-year limited warranty for repair or replacement.

Antenna available with center-fed connectors only.

CF Denotes a Center-Fed Connector.

1850-1990 MHz



Revision Date: 7/11/07

LPA-4019

When ordering replace " " with connector type.

Mechanical specifications

Length	2400 mm	94.5 in
Width	545 mm	21.3 in
Depth	350 mm	13.7 in
Depth with z-bracket	390 mm	15.4 in
Weight ⁴⁾	18.6 kg	41.0 lbs
Wind Area Fore/Aft ⁶⁾	1.30 m ²	14.0 ft ²
Wind Area Side ⁶⁾	0.86 m ²	9.3 ft ²
Max Wind Survivability ⁶⁾	>201 km/hr	>125 mph
Wind Load @ 100 mph (161 km/hr) ⁶⁾		
Fore/Aft	1667 N	374 lbf
Side	1186 N	267 lbf

Antenna consisting of aluminum alloy with brass feedlines covered by a gray, UV safe fiberglass radome. Aluminum reflector. RoHS compliant.

Mounting & Downtilting

Mounting hardware attaches to pipe diameter Ø50-102 mm; Ø2.0-4.0 in. If the lock-down brace is used, the maximum diameter is Ø88.9 mm (3.5 in).

Mounting & Downtilt Bracket Kit 21700000

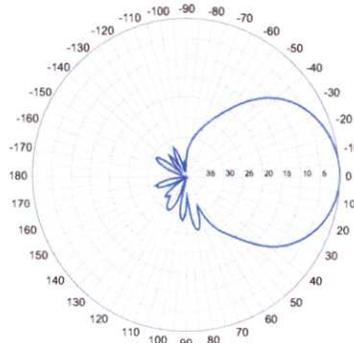
Electrical specifications

Frequency Range	806-941 MHz
Impedance	50Ω
Connector ³⁾	NE or E-DIN Female 1 port / Center
VSWR ¹⁾	≤ 1.35:1
Polarization	Vertical
Gain ¹⁾	19 dBd
Power Rating ²⁾	500 W
Half Power Angle ¹⁾	
Horizontal Beamwidth	40°
Vertical Beamwidth	7°
Electrical downtilt ⁵⁾	1.25°
Null fill ¹⁾	5%
Lightning protection	Direct ground

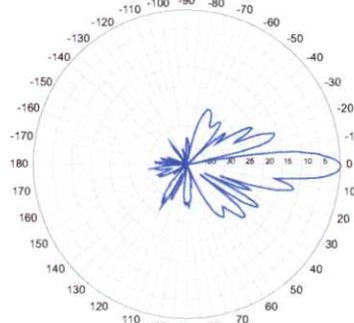
1) Typical values.
2) Power rating limited by connector only.
3) NE indicates an elongated N connector.
E-DIN indicates an elongated DIN connector.
4) Antenna weight does not include brackets.
5) Add'l downtilts may be available. Check website for details.
6) Values reflect installation with all three brackets utilized.

Improvements to mechanical and/or electrical performance of the antenna may be made without notice.

Radiation-pattern¹⁾



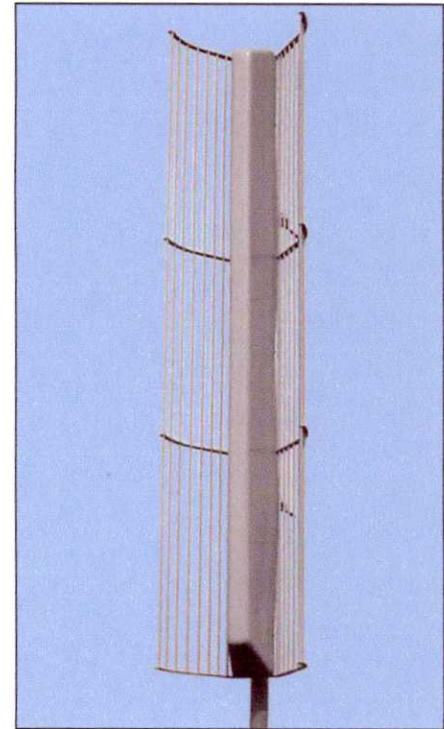
Horizontal



Vertical

Radiation patterns for all antennas are measured with the antenna mounted on a fiberglass pole.

Mounting on a metal pole will typically improve the front-to-back ratio.



Featuring our Exclusive 3T Technology™ Antenna Design:

- True log-periodic design allows for superior front-to-side characteristics to minimize sector overlap.
- Unique feedline design eliminates the need for conventional solder joints in the signal path.
- A non-collinear system with access to every radiating element for broad bandwidth and superior performance.
- Air as insulation for virtually no internal signal loss.

Warranty:

This antenna is under a five-year limited warranty for repair or replacement.

Revision Date: 09/10/09

806-941 MHz

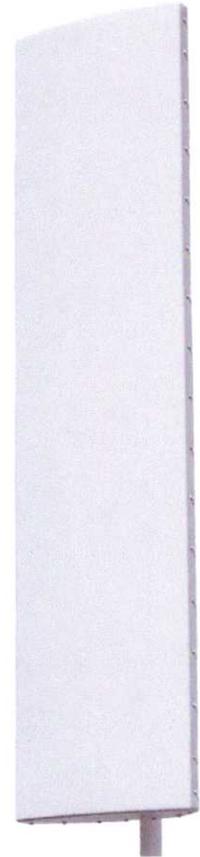
BXA-70040-8CF-EDIN-X

X-Pol | FET Panel | 40° | 18.0 dBd

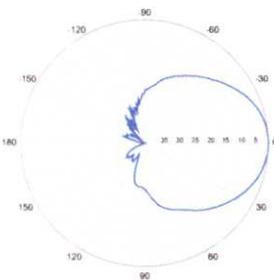
Replace "X" with desired electrical downtilt.

Antenna is also available with NE connector(s).
Replace "EDIN" with "NE" in the model number when ordering.

Electrical Characteristics	696-900 MHz				
Frequency bands	696-806 MHz		806-900 MHz		
Polarization	±45°				
Horizontal beamwidth	42°		40°		
Vertical beamwidth	9°		7°		
Gain	17.5 dBd (19.6 dBi)		18.0 dBd (20.1 dBi)		
Electrical downtilt (X)	0, 2, 4, 6, 7				
Impedance	50Ω				
VSWR	≤1.35:1				
Upper sidelobe suppression (0°)	-15.4 dB		-19.5 dB		
Front-to-back ratio (+/-30°)	-37.7 dB		-34.0 dB		
Null fill	5% (-26.02 dB)				
Isolation between ports	< -27 dB				
Input power	500 W				
Lightning protection	Direct Ground				
Connector(s)	2 Ports / EDIN or NE / Female / Center (Back)				
Mechanical Characteristics					
Dimensions Length x Width x Depth	2404 x 606 x 200 mm		94.6 x 23.9 x 7.9 in		
Depth with z-brackets	240 mm		9.4 in		
Weight without mounting brackets	23 kg		50 lbs		
Survival wind speed	> 201 km/hr		> 125 mph		
Wind area	Front: 1.46 m ²	Side: 0.48 m ²	Front: 15.7 ft ²	Side: 5.2 ft ²	
Wind load @ 161 km/hr (100 mph)	Front: 2083 N	Side: 783 N	Front: 469 lbf	Side: 175 lbf	
Mounting Options	Part Number	Fits Pipe Diameter		Weight	
3-Point Mounting Bracket Kit	36210003	50-160 mm	2.0-6.3 in	6.3 kg	14 lbs
3-Point Downtilt Bracket Kit	36210004	50-160 mm	2.0-6.3 in	7.3 kg	16 lbs
Downtilt Mounting Applications	A mounting bracket and downtilt bracket kit must be ordered for downtilt applications				
Concealment Configurations	This model cannot be used in a standard FP concealment configuration				

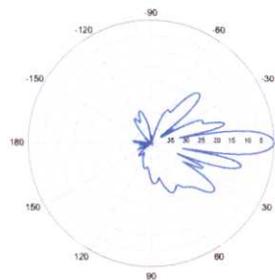


BXA-7040-8CF-EDIN-X



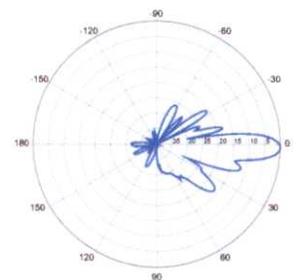
Horizontal | 750 MHz

BXA-70040-8CF-EDIN-0

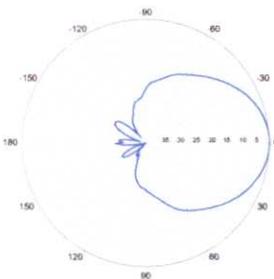


0° | Vertical | 750 MHz

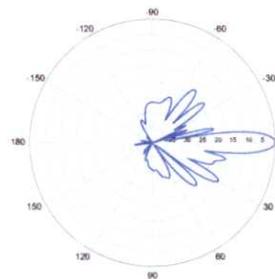
BXA-70040-8CF-EDIN-2



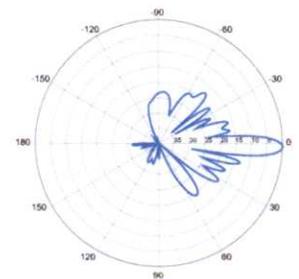
2° | Vertical | 750 MHz



Horizontal | 850 MHz



0° | Vertical | 850 MHz



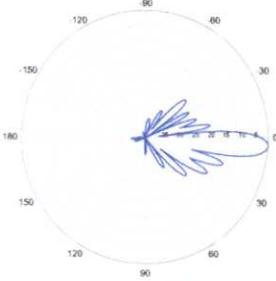
2° | Vertical | 850 MHz

Quoted performance parameters are provided to offer typical or range values only and may vary as a result of normal manufacturing and operational conditions. Extreme operational conditions and/or stress on structural supports is beyond our control. Such conditions may result in damage to this product. Improvements to product may be made without notice.

BXA-70040-8CF-EDIN-X

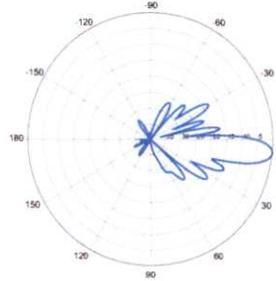
X-Pol | FET Panel | 40° | 18.0 dBd

BXA-70040-8CF-EDIN-4



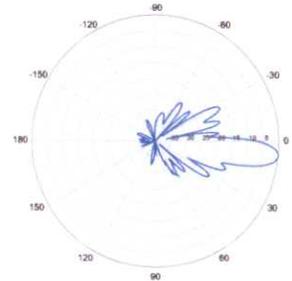
4° | Vertical | 750 MHz

BXA-70040-8CF-EDIN-6

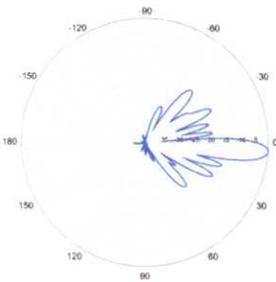


6° | Vertical | 750 MHz

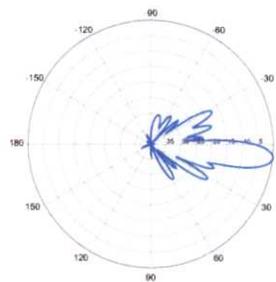
BXA-70040-8CF-EDIN-7



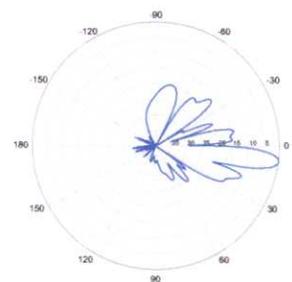
7° | Vertical | 750 MHz



4° | Vertical | 850 MHz



6° | Vertical | 850 MHz



7° | Vertical | 850 MHz

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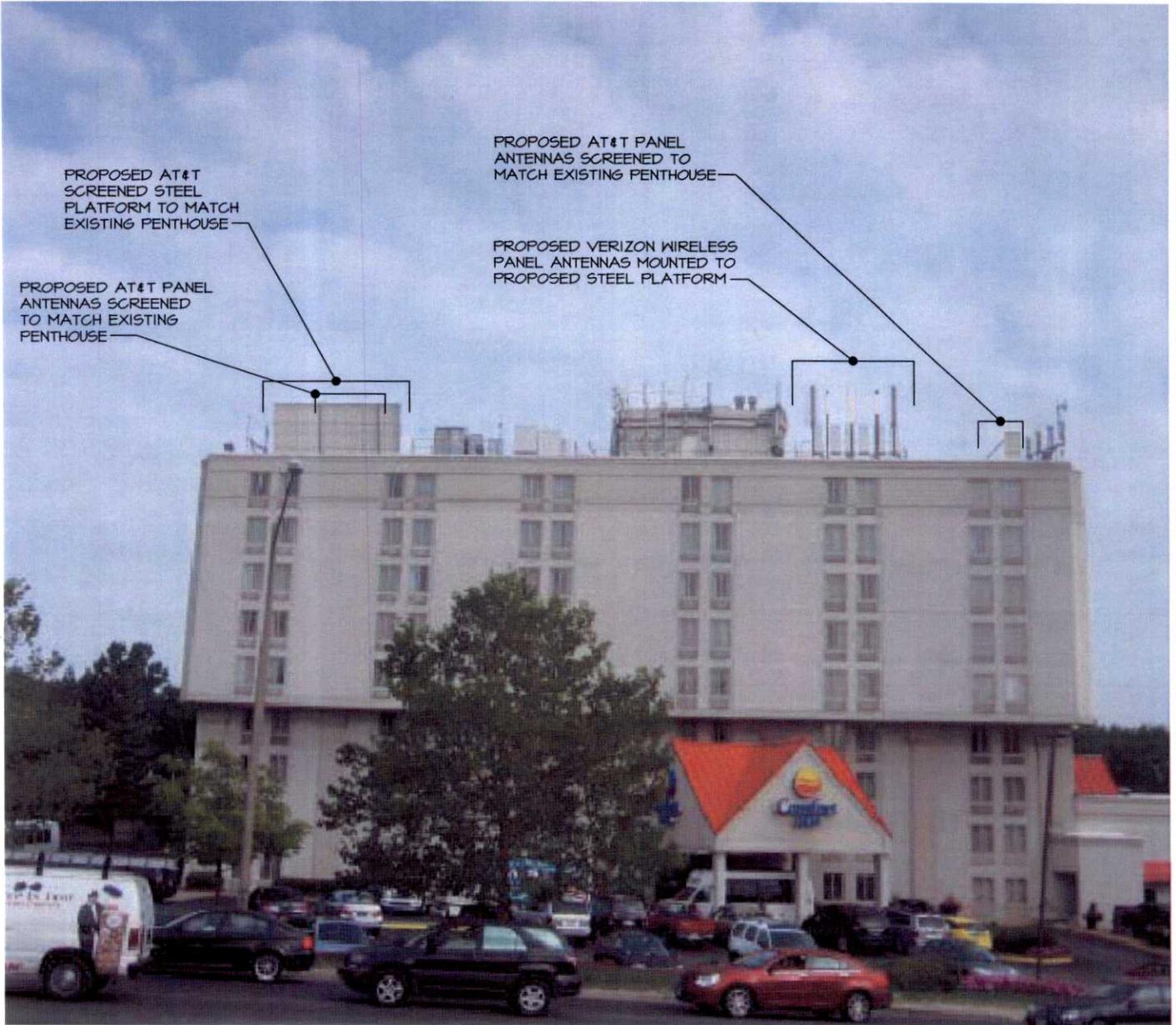


**MORRIS & RITCHIE
ASSOCIATES, INC.**
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Towson, Maryland 21286
410-821-1690
410-821-1748 Fax

Van Dorn
Existing South Elevation

11 July 2011





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Van Dorn Proposed South Elevation

11 July 2011





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Van Dorn Existing West Elevation

11 July 2011



PROPOSED VERIZON
WIRELESS PANEL ANTENNAS
SCREENED TO MATCH
EXISTING PENTHOUSE



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verizon wireless

Along With



at&t
Mobility



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Van Dorn Existing East Elevation

11 July 2011





PROPOSED AT&T PANEL
ANTENNAS SCREENED
TO MATCH EXISTING
PENTHOUSE

PROPOSED VERIZON
WIRELESS PANEL ANTENNAS
MOUNTED TO PROPOSED
STEEL PLATFORM



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Van Dorn Proposed East Elevation

11 July 2011





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Van Dorn Existing North Elevation

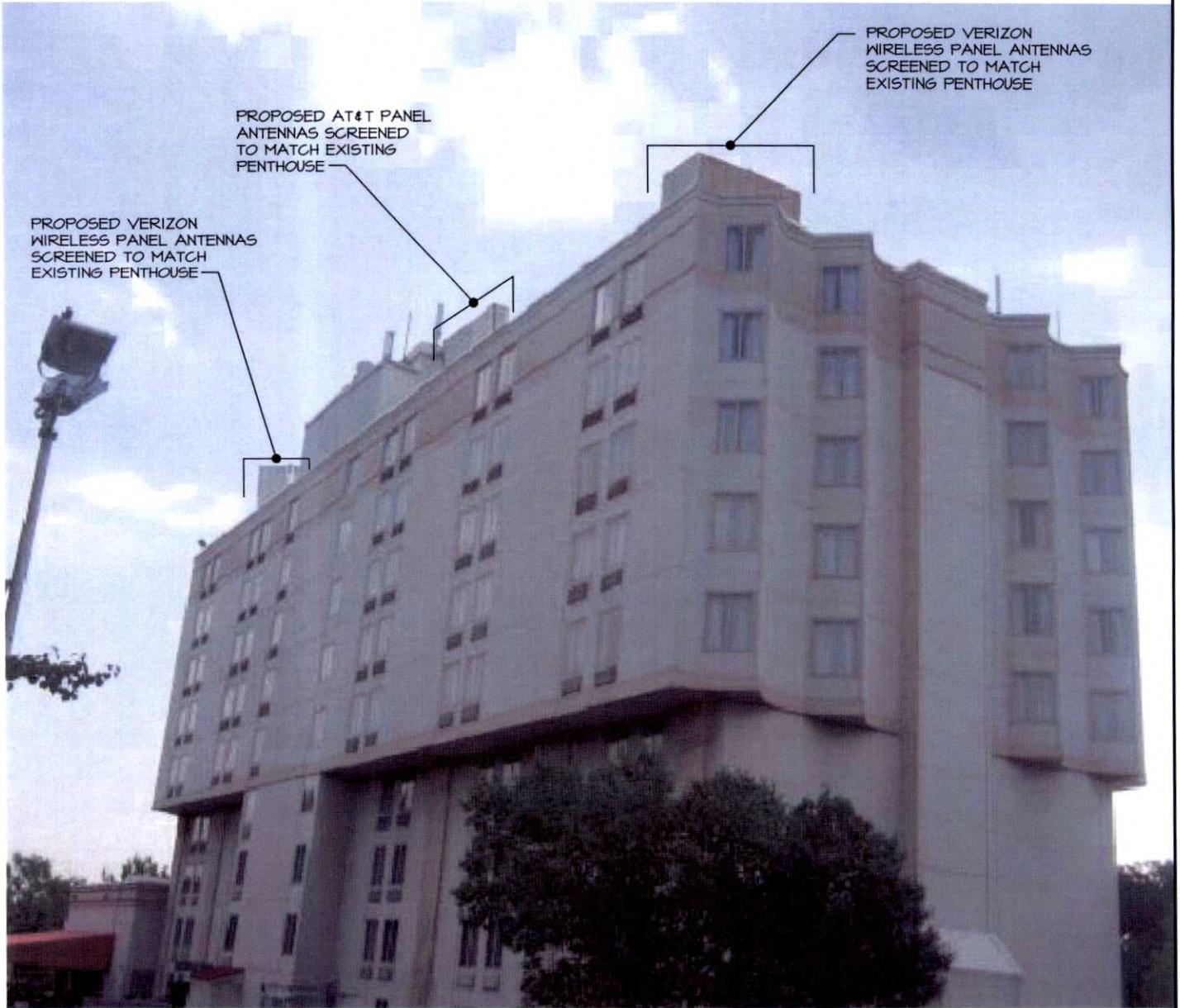
11 July 2011

 **verizon**wireless

Along With



at&t
Mobility



PROPOSED AT&T PANEL ANTENNAS SCREENED TO MATCH EXISTING PENTHOUSE

PROPOSED VERIZON WIRELESS PANEL ANTENNAS SCREENED TO MATCH EXISTING PENTHOUSE

PROPOSED VERIZON WIRELESS PANEL ANTENNAS SCREENED TO MATCH EXISTING PENTHOUSE



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Van Dorn Proposed North Elevation

11 July 2011

 **verizon**wireless

Along With





County of Fairfax, Virginia

MEMORANDUM

DATE: June 27, 2011

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

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

FILE: 3-4 (RZ 78-L-019, RZ 82-L-083, RZ 83-L-074, SE 2011-LE-005)

SUBJECT: Transportation Impact

REFERENCE: PCA 78-L-019, PCA 82-L-083-2, PCA 83-L-074, & SE 2011-LE-005
Cellco Partnership d/b/a Verizon Wireless
Traffic Zone: 1493
Land Identification Map: 81-2 ((3)) 2, 1;81-2 ((1)) 12B

Transmitted herewith are the comments from the Department of Transportation with respect to the referenced application. These comments are based on plats made available to this office dated January 12, 2010, and revised through May 23, 2011. The applicant wishes to add additional panel antennas to the roof of an existing hotel. The additional facilities will exceed 25% of the total roof area and thus are required to be considered a part of the height of the building. Since the height will be increased the proffers need to be amended. The SE is for the increase in height from 80 feet to 95 feet.

This department has no transportation issues with this application.

AKR/LAH/lah

SPECIAL EXCEPTIONS

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.

SPECIAL EXCEPTIONS

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, I-6 and Sully Historic Overlay 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.
4. An increase in height up to 60 feet may be approved in the Sully Historic Overlay District when located within the historic district and within 500 feet of the Sully Historic Overlay District perimeter boundary and when it can be demonstrated by the applicant that the proposed structures, including all rooftop structures excluded from the maximum height regulations pursuant to Sect. 2-506 and those portions of the roof excluded from the building height calculations in accordance with the definition, are compatible with and do not have detrimental impacts on the Sully property in terms of mass, scale, color and visual impact and when such increase in height is in compliance with Federal Aviation Administration standards. Other factors to be considered when determining the impact of an increase in height may include, but not be limited to, changes to existing topography, presence of existing vegetation and the building lighting and signage. The actual building height as measured from the grade to the top of any roof or rooftop structure shall not exceed 65 feet.

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 by the applicable zoning district. See Sect. 2-421 and Sect. 9-615 of the Zoning Ordinance.
- COUNTY 2232 REVIEW PROCESS:** A public hearing process pursuant to Sect. 15.2-2232 (Formerly 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. 15.2-2303 (formerly 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 Public Works and Environmental Services.

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 DPWES 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 DPWES 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	PDH	Planned Development Housing
ADU	Affordable Dwelling Unit	PFM	Public Facilities Manual
ARB	Architectural Review Board	PRC	Planned Residential Community
BMP	Best Management Practices	RC	Residential-Conservation
BOS	Board of Supervisors	RE	Residential Estate
BZA	Board of Zoning Appeals	RMA	Resource Management Area
COG	Council of Governments	RPA	Resource Protection Area
CBC	Community Business Center	RUP	Residential Use Permit
CDP	Conceptual Development Plan	RZ	Rezoning
CRD	Commercial Revitalization District	SE	Special Exception
DOT	Department of Transportation	SEA	Special Exception Amendment
DP	Development Plan	SP	Special Permit
DPWES	Department of Public Works and Environmental Services	TDM	Transportation Demand Management
DPZ	Department of Planning and Zoning	TMA	Transportation Management Association
DU/AC	Dwelling Units Per Acre	TSA	Transit Station Area
EQC	Environmental Quality Corridor	TSM	Transportation System Management
FAR	Floor Area Ratio	UP & DD	Utilities Planning and Design Division, DPWES
FDP	Final Development Plan	VC	Variance
GDP	Generalized Development Plan	VDOT	Virginia Dept. of Transportation
GFA	Gross Floor Area	VPD	Vehicles Per Day
HC	Highway Corridor Overlay District	VPH	Vehicles per Hour
HCD	Housing and Community Development	WMATA	Washington Metropolitan Area Transit Authority
LOS	Level of Service	WS	Water Supply Protection Overlay District
Non-RUP	Non-Residential Use Permit	ZAD	Zoning Administration Division, DPZ
OSDS	Office of Site Development Services, DPWES	ZED	Zoning Evaluation Division, DPZ
PCA	Proffered Condition Amendment	ZPRB	Zoning Permit Review Branch
PD	Planning Division		
PDC	Planned Development Commercial		