



COMMONWEALTH OF VIRGINIA
COUNTY OF FAIRFAX



October 10, 1990

STAFF REPORT ADDENDUM

RZ 87-C-042, PCA 85-C-091-2, SEA 84-C-076-3, PCA 78-C-079

BACKGROUND

The staff report for these four (4) concurrent cases RZ 87-C-042, PCA 85-C-091-2, SEA 84-C-076-3, PCA 78-C-079 was published on August 30, 1989 and recommended approval. The first addendum was published on September 7, 1989 it also recommended approval. The second addendum was published on June 14, 1990. It responded to a revised plan and revised proffers submitted by the applicant subsequent to the Planning Commission public hearing on October 5, 1989. The second addendum recommended denial. On August 6, 1990 the Board of Supervisors adopted Part I of the Policy Plan for Fairfax County (Countywide Planning Objectives and Policies) as the new first volume of the County's Comprehensive Plan, to replace the "Introduction/Countywide" text. Part II of the Policy Plan (Concept for Future Development and Land Classification) was adopted in concept, to be used as guidance for the staff and the Phase II Task Forces during the revisions of the Area Plans.

Attached are staff comments reflecting the Plan text (Part I) adopted by the Board on August 6, 1990. These amendments have been reviewed by staff, and do not require modification of the staff recommendation. On October 5, 1989, the Planning Commission held a public hearing on the four concurrent applications. The Commission deferred decision on the applications for one week until October 12, 1990. At that meeting, the Commission deferred decision indefinitely. Since a year has lapsed since the previous action of the Planning Commission, a new public hearing on the four (4) applications is appropriate.

The June 14, 1990 Staff Report Addendum II which recommended denial identified several issues which staff believed needed to be addressed by the applicant. These issues were based on the revised plans and proffers submitted by the applicant and reviewed for that addendum. The applicant has since submitted revised plans and proffers intended to address the outstanding issues. A reduction of the revised Generalized Development Plan/Special Exception Plat dated January 15, 1990 as revised through September 27, 1990 consisting of four sheets and prepared by Dewberry and Davis is included as Attachment 1. Revised proffer statements dated October 8, 1990 are included as Attachment 2. Attachment 3 contains the staff proposed development conditions for the special exception amendment, SEA 84-C-076-3. Revised affidavits dated June 5, 1990 are appended as Attachment 4. Revised location maps reflecting the 1990 tax parcel numbers are included as Attachment 5.

Memoranda from the Planning Division, the Office of Transportation and the Environmental and Cultural Resources Branch reflecting the Board of Supervisors action on August 6, 1990 are included as Attachments 6 through 8 respectively.

DISCUSSION

Outstanding Issues in Addendum II

The following outstanding issues were identified by staff in the June 14, 1990 Staff Report Addendum II.

Dedication of Parcel 25K

The draft proffer statement contained in Addendum II proposed that Parcel 25K be the subject of an easement running to the County for open space or public park use. Staff recommended that Parcel 25K should be dedicated to the Board of Supervisors in fee simple for park purposes in accordance with the original proposal.

The draft proffer statement for PCA 78-C-79 contained in Attachment 2 proffers that Parcel 25K will be dedicated to the County for open space or public park use. This issue has been resolved satisfactorily.

Signal at Joseph Siewick Drive

The commitment to provide a signal at the intersection of Joseph Siewick Drive and Alder Woods Drive should be extended to include the construction of the emergency access road.

Paragraph d of Proffer Number 16 now states that the applicant is responsible for the construction of the access road from the Parkway (on Parcels 45-1 ((1)) L1 and K2) and that a signal will be provided if required. This issue has been addressed.

Limits of Clearing and Grading

The proffers should be clarified to specify that the encroachment of utilities into the areas within the limits of clearing and grading will be limited to the extent possible subject to the approval of the Director, DEM and that the proposed underground stormwater management facility will not be located within an area protected by a limits of clearing and grading.

Proffer Number 4 has been revised to provide the Director, DEM the authority to determine if the utilities are being installed in the least disruptive manner and to proffer that the underground stormwater detention device intended to reduce the impacts on downstream property owners will not encroach into the limits of clearing and grading depicted on the plan. In addition, it should be noted that the previous commitment to provide a fifty (50) screening yard along the boundary with the residential properties along Rugby Road is being maintained adjacent to the expanded parking area. The revised proffer responds to staff's concerns.

On-site Maintenance

Proffer Number 9 should be revised to establish an on-site maintenance program acceptable to the Director, DEM which will reduce the amount of sediment flowing down the ditch adjacent to Joseph Siewick Drive and into the existing stormwater management pond.

Proffer Number 9 has been revised to require a maintenance plan for the areas of the site draining into the on-site ditch which feeds into the existing wet pond at the intersection of Alder Woods Drive and Joseph Siewick Drive. The proffer for the maintenance program is adequate to address the concern identified in Addendum II.

Access to the 7.5 Acre Park

Access to the proposed 7.5 acre park located adjacent to Joseph Siewick Drive should be provided in accordance with the recommendations of the Park Authority.

Proffer Number 20 has been revised to provide access to the 7.5 acre stream valley park in accordance with the March 26, 1990 memorandum from the Park Authority contained in Addendum II. This issue has been addressed by the applicant.

Development Conditions

The proposed development conditions contained in Attachment 3 should be included in the proffer statement.

The proffers have been revised to incorporate the recommended development conditions contained in Attachment 3 of Addendum Number 2, thereby addressing this concern.

Building Landscaping

The applicant should provide greater specificity regarding the proposed landscaping treatments at the buildings, including the existing buildings.

The applicant has provided a landscaping plan for the areas around the buildings. Sheet 4 has been added to the Generalized Development Plan/Special Exception Plat which depicts a landscaping plan for the area around MOB-1, the existing medical office building. It is a typical treatment which Proffer Number 5 requires to be incorporated into the plans for all the new buildings. In addition, Proffer Number 5 requires that a landscaping plan for the hospital building be submitted with the first site plan. The planting plan shows the planting of deciduous trees around the first medical office building and a detail of the planting scheme for the main entrance to the building. This plan adequately addresses staff's concern that the landscaping treatment around the buildings be specified in greater detail.

Stormwater Management

As discussed in the previous addendum, the applicant has proffered to provide additional underground storage on-site to intercept stormwater which is not directed to the existing wet pond at the intersection of Joseph Siewick Drive and Alder Woods Drive. This commitment, contained in Proffer Number 8, was made in response to the concerns of the downstream property owners affected by erosion and flooding of Oxlick Branch where it passes through their properties. The underground detention is being provided in lieu of the channel improvements recommended by the Special Projects Branch of the Department of Environmental Management. While the most effective solution would be to provide stream channel improvements, the additional detention provided by the proposed underground detention will provide additional peak shaving, thereby reducing the impacts on the existing downstream stream channel.

Parkland/Intensity of Development

This package of applications has gone through a series of different evolutions with regard to parkland in the area. The original proposal, addressed by the original Staff Report and the first addendum, would have resulted in the dedication of Parcel 25K to the County for park purposes. In addition, the original proposal would have preserved the Oxlick Branch Stream Valley in its natural state with the hospital retaining ownership. Parcel 25K when combined with Parcel C-1 to the south, is better suited topographically for the development of active recreation facilities than the 7.5 acre portion of the Oxlick Branch Stream Valley adjacent to the hospital.

The proposal addressed by Staff Report Addendum II would have dedicated the 7.5 acre parcel to the County as a public park. However, Parcel 25K would have been made available for park purposes through an easement running to the County with the hospital retaining ownership of the land. This proposal was the primary reason for the recommendation of denial in Addendum II.

The current proposal provides for the dedication of Parcel 25K to the County, the dedication of the 7.5 acre portion of the Oxlick Branch Stream Valley, and the addition of a medical office building and additions to the hospital for an overall development intensity of 0.18 FAR on the 46.33 acre hospital site. The combined dedication of parkland to the County is approximately 13 acres. The current set of draft proffers contained in Attachment 2 provides for the protection of the Oxlick Branch Stream Valley by conveying it to the County. It also provides for an addition to the land already owned by the County in the south of Alder Woods Drive which is suited for the development of community serving recreation facilities. This has adequately addressed the issues raised by the previous proposal.

It should also be noted that any further expansion of the hospital site will require that the special exception and the proffers be amended through the public hearing process. If the hospital wishes to expand beyond a 0.20 FAR for the 46.33

acres, the current provisions of the Comprehensive Plan specific to this site will have to be changed. The plans submitted with this package of applications have a development intensity of 0.18 FAR. Any development of the land proposed for dedication to the County for parkland will be subject to the park master planning process which includes public hearings.

CONCLUSIONS AND RECOMMENDATIONS

Conclusions

The revised proffers dated October 8, 1990 have addressed the outstanding issues identified by staff in Staff Report Addendum II.

Recommendations

The Staff recommends that RZ 87-C-042 be approved subject to the execution of the draft proffers contained in Attachment 2.

The Staff further recommends that PCA 85-C-091-2 be approved subject to the execution of the draft proffers contained in Attachment 2.

The Staff further recommends that SEA 84-C-076-3 be approved subject to the Proposed Development Conditions contained in Attachment 3.

The Staff further recommends that PCA 78-C-079 be approved subject to the execution of the draft proffers contained in Attachment 2.

Should the Board of Supervisors approve RZ 87-C-042, PCA 85-C-091-2, SEA 84-C-076-3 and PCA 78-C-079, the staff further recommends that the Transitional Screening yard requirement be modified along all boundaries in accordance with Section 13-104 of the Zoning Ordinance and that the Barrier requirement be modified in accordance with the September 27, 1990 proffer statement.

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

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

ATTACHMENTS

1. Reduction of the revised Generalized Development Plan/Special Exception Plat dated January 15, 1990 revised September 27, 1990
2. Draft Proffer Statements dated October 8, 1990
3. Proposed Development Conditions for SEA 84-C-076-1
4. Affidavits
5. Revised Locator Maps
6. Comments of the Planning Division, OCP
7. Comments of the Office of Transportation
8. Comments of the Environmental and Cultural Resources Branch, OCP

ATTACHMENT 2

RECEIVED
OFFICE OF COMPREHENSIVE PLANNING

OCT 8 1990

ZONING EVALUATION DIVISION

DRAFT PROFFERS

FAIRFAX HOSPITAL SYSTEM

PCA 78-C-079-1

October 8, 1990

Pursuant to Section 15.1-491 (a) of the Code of Virginia, 1950 edition as amended, the undersigned hereby proffers that, in the event PCA 78-C-079-1 and the companion PCA 85-C-091-2, SEA 84-C-076-3, and RZ 87-C-042 applications are approved by the Board of Supervisors, development will be subject to the following condition:

1. The land area subject to PCA 78-C-079-1 which is identified on the Fairfax County tax map as 45-2 ((1)) 25K and consists of approximately 5.4 acres will be dedicated to the Board of Supervisors in fee simple for open space or public park use. The land area will be dedicated upon demand by the Board but in no event sooner than 30 days from the date of approval of the above-referenced applications.

INOVA HEALTH SYSTEMS FOUNDATION

By:

Donald L. Harris, Senior Vice President

DRAFT PROFFERS

FAIRFAX HOSPITAL SYSTEM

RZ 87-C-042

and

PCA 85-C-091-2

October 8, 1990

Pursuant to Section 15.1-491 (a) of the Code of Virginia, 1950 edition as amended, the undersigned hereby proffers that, in the event the property that is the subject of RZ 87-C-042 is rezoned to the C-3 District and the companion PCA 85-C-091-2, PCA 78-C-079-1, and SEA 84-C-076-3 applications are approved by the Board of Supervisors, development will be subject to the following terms and conditions:

1. Pursuant to Par. 4 and 5 of Sect. 18-204 of the Zoning Ordinance, development of the subject property will be in conformance with the Generalized Development Plan/Special Exception Amendment Plat (The Plan) prepared by Dewberry & Davis, which consists of four (4) sheets and dated January 15, 1990 and last revised to September 27, 1990 and the conditions of approval of Special Exception Amendment 84-C-076-3.
2. Ingress/egress easements and necessary temporary grading and construction easements will be provided for parcels 45-2 ((1)) 8, 9 and 11 in the event that said parcels develop in medically-related uses.

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RZ 87-C-042

Draft Proffers
October 8, 1990

3. In conjunction with the approval of the site plan for the second medical office building, transitional screening yards and barriers will be provided in accordance with the representations presented on The Plan. Transitional screening will consist of existing vegetation which will be supplemented as required by the County Arborist to meet the standards specified in Article 13. Barrier D will be extended as shown on the Plan, along the western and southern boundaries of the site. The Barrier D extension will be a vinyl coated 42-48 inch chain link fence. No barriers will be provided along the other boundaries.
4. The limits of clearing and grading depicted on The Plan will be maintained. Utilities and the several access easements/interparcel connections may be located within the limits of clearing and grading provided that they are installed in the least disruptive manner possible as approved by the Director of the Department of Environmental Management (DEM). A re-vegetation plan will be submitted to mitigate the impacts of the clearing and grading as approved by the Director of DEM. The proposed underground stormwater management facility(s) will not encroach into the limits of clearing and grading depicted on The Plan.
5. The applicant will present a detailed landscape plan to accompany the site plan for the second medical office building that will be in substantial conformance with the preliminary landscape features

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presented on The Plan. The site plans for each of the proposed buildings will include a planting plan for the foundations of the building subject to the approval of the County Arborist. A planting plan for the foundation of the existing hospital building will be included with the submission of the first site plan. Such plans will be similar in character to the Landscape Plan for the Medical Office Building #1, a copy of which is presented on Sheet 4 of 4 of the Plan.

6. The heights of the buildings will be no higher than represented on The Plan. Rooftop structures to include penthouses will not extend more than twelve (12) feet above the roof line of the medical office buildings and will be screened in part by a parapet wall three to four feet in height.
7. The medical office buildings will be limited to medical-related uses and accessory service uses as permitted by Article 10 of the Zoning Ordinance.
8. The existing stormwater detention facility located in the northeastern quadrant of Alder Woods Drive and Joseph Siewick Drive has been improved to increase its capacity and converted to a wet pond in accordance with Site Plan 3624-PI-03, as approved by Fairfax County. Best Management Practices for the existing development have

approved by DEM. The stormwater management facility will be maintained by the applicant.

9. The applicant will develop an onsite maintenance plan to be incorporated into the site plan(s) as may be approved by the Director of DEM to reduce the amount of sediment draining to the existing stormwater management pond from the site.
10. Stormwater management and Best Management Practices will be provided for the proposed second medical office building and hospital expansion in accordance with the policies and ordinances of Fairfax County. As noted on the GDP, an additional stormwater management facility(s) will be provided underground to accommodate additional runoff from the proposed second medical office building and hospital expansion. The exact location and size of this facility(s) will be determined at time of site plan submission. With each phase of development which increases the impervious area on the site, stormwater management will be provided in either a temporary or a permanent facility.
11. Prior to issuance of the Non-Residential Use Permit (Non-RUP) for the second medical office building, the proposed stop signs will be installed at the locations indicated on The Plan.

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12. Prior to issuance of the Non-RUP for the second medical office building, the applicant will provide a bicycle rack in a safe and accessible location next to the proposed office building as approved by DEM.

13. Prior to issuance of the Non-RUP for the second medical office building, a picnic table will be provided at an appropriate location near the proposed office building.

14. Parking lot lighting for the second medical office building will be designed and located in accordance with the glare standards set forth in Section 9 of Article 14 of the Zoning Ordinance in effect at the time of site plan approval for the second medical office building.

15. The proposed second medical office building and the proposed permanent MRI will be constructed with a brick similar in color and size to those used for the existing medical office building and hospital. The second medical office building will have an appearance that is comparable to the representation presented on Sheet 3 of The Plan as determined by DEM. In addition, the applicant will explore the possible use of innovative types of windows and/or shades which will minimize the glare from the second medical office building towards the residential areas.

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October 8, 1990

16. The applicant will provide the Fair Oaks Estates Homeowners Association and the Navy Vale Community League with written notification of the submission of the site plan to DEM for the second medical office building which will include a Landscape Plan addressing transitional screening and supplemental plantings along the western property line. In addition to the requirements set forth in Par. 1 of Sect. 17-106 of the Zoning Ordinance, copies of the written notification of the submission of the site plan will be submitted to DEM.

17. The applicant will construct the following transportation improvements subject to the approval of DEM and the Virginia Department of Transportation (VDOT).
 - a. The improvement of "Unnamed Street" (Alder Woods Drive Extended) to a four lane undivided standard within a 63 foot right of way with a 52 foot pavement section from Alder Woods Drive to Rugby Road to include a 4 foot concrete sidewalk in accordance with Site Plan 3624-PI. If requested by and subject to the approval of DEM, the applicant may escrow the appropriate funds for construction of the sidewalk by others at such time when the sidewalk can be connected to the planned sidewalk along Rugby Road.

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- b. The improvement of Rugby Road to provide a right turn lane onto "Unnamed Street" (Alder Woods Drive Extended) in accordance with Site Plan 3624-PI.
- c. The improvement of Ox Trail to provide a left turn lane onto Joseph Siewick Drive from Ox Trail.
- d. If and when deemed necessary by the applicant, the construction of an emergency access road between the Fairfax County Parkway in conformance with the approved plans for the Fairfax County Parkway which will align with the site entrance on Alder Woods Drive as may be approved by DEM and VDOT. If required by VDOT, a traffic signal will be provided.
- e. A letter of credit or other financial documents as may be approved by the Director of DEM for the cost of a traffic signal at the intersection of Rugby Road and "Unnamed Street" (Alder Woods Drive Extended) will be provided at time of site plan approval for the second medical office building.
- f. At time of site plan approval for the second medical office building, if VDOT warrants for signalization are met, a traffic signal at the intersection of Ox Trail and Joseph Siewick Drive will be provided.

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- g. At time of site plan approval for the second medical office building, the applicant will contribute \$10,000.00 for the cost of a future signal at the intersection of Ox Trail and West Ox Road.

The applicant will use best efforts to acquire right-of-way which may be needed for the above-referenced improvements. Where necessary, the applicant proffers to pay for the cost of any additional right-of-way needed for such improvements. In the event the applicant is unable to acquire needed right-of-way, the applicant shall request that the County acquire the right-of-way by means of its condemnation powers at applicant's expense. It is understood that the County shall be under no obligation to do so. It is further understood that the applicant's request will not be considered until it is forwarded, in writing, to the Director of Property Management accompanied by: (1) plans and profiles showing the necessary right-of-way property; (2) an independent appraisal, by an appraiser employed outside the County, of the value of land taken; (3) a twenty (20) year title search certificate of the right-of-way property to be acquired; and (4) a Letter of Credit in an amount equal to the appraised value of the property to be acquired not including any damages to the residue, which can be drawn upon by the County. It is also understood that in the event the property owner of the right-of-way property to be acquired is awarded more than the

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to the residue, in a condemnation suit, the amount of the award in excess of the Letter of Credit amount shall be paid to the County by the developer within five (5) days of said award. If the County elects not to use its powers of eminent domain to acquire right of way that is required for a given road improvement, applicant's proffered obligation for construction of that road improvement shall be deemed satisfied when the applicant post funds in escrow for acquisition of said right-of-way as provided herein above (the amount to be determined at the time of posting by an appraiser approved by the County Executive or his designee) and funds for the cost of construction of said road improvement (the amount to be determined at the time of posting by a construction cost estimator approved by the County Executive or his designee.) The above appraisal and estimate shall be at applicant's expense.

18. No issuance of the Non-RUP for the proposed second medical office building will occur until the road improvements identified in 17 a, b and c are "completed." "Completed" will be construed to mean physical improvements are in place and sufficient to allow the roads use by vehicular traffic and open for vehicular traffic regardless of the roads acceptance into the State's road system.

19. At time of site plan approval for the second medical office building, the applicant will dedicate to the Board of Supervisors and convey in

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frontage to a distance of 35 feet from the existing centerline. Temporary grading and construction easements across the Ox Trail frontage of the site will be provided as requested by VDOT and/or DEM.

20. All rights of way dedicated in conjunction with these proffers will be conveyed to the Board of Supervisors in fee simple.
21. The land area subject to RZ 87-C-042 which consists of 7.5 acres will be dedicated to the Board of Supervisors in fee simple upon demand for public park use. A public access easement for maintenance and public access purposes will be provided along Joseph Siewick Drive from Alder Woods Drive to Ox Trail. An additional 35-foot public access easement will be provided to this parcel in one of the two approximate locations shown on The Plan. The location of the 35-foot public access easement will be subject to the approval of the Fairfax County Park Authority.
22. All land area dedicated for public use(s) in conjunction with these proffers and all density/floor area ratio related to the land area of these dedications is hereby reserved for the subject property in accordance with the provisions of Par. 5 of Sect. 2-308 of the Zoning Ordinance.

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23. Handicapped parking spaces for the second medical office building will be located in a convenient and accessible location adjacent to the entrance(s) to the office building.

24. All proposed dumpsters to be located on the 46.33 acre hospital site will be screened by a combination of brick walls, a gate and evergreen plantings as may be approved by the County Arborist.

25. Each reference to "Applicant" in this proffer will include within its meaning, and will be binding upon, applicant's successor(s) in interest and/or the developer(s) of the subject property or any portion thereof.

FAIRFAX HOSPITAL SYSTEM, INC.

By: _____
Donald L. Harris, Senior Vice President

INDUSTRIAL DEVELOPMENT AUTHORITY

By: _____

INOVA HEALTH SYSTEMS FOUNDATION

By: _____
Donald L. Harris, Senior Vice President

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FAIRFAX COUNTY PARK AUTHORITY

By: _____

HEALTH ENTERPRISES, INC.

By: _____
John R. Sielert, President

FAIR OAKS PROFESSIONAL BUILDING, L.P.

By: _____
Edward L. Hock, President

dln890

PROPOSED DEVELOPMENT CONDITIONS

SEA 84-C-076-3

October 10, 1990

If it is the intent of the Board of Supervisors to approve SEA 84-C-076-3 located at Tax Map 45-2 ((1)) 25, 41 for a hospital and associated uses, heliport and medical office buildings, pursuant to Sect. 4-403 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. Any plan submitted pursuant to this special exception shall be in conformance with the approved Special Exception Plat and these conditions.
4. These Development Conditions shall be in addition to any proffers adopted pursuant to PCA 85-C-091-2 which shall remain in full force and effect.

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

Under Section 9-015 of the Zoning Ordinance, this Special Exception shall automatically expire, without notice, eighteen (18) months after the approval date of the Special Exception unless the activity authorized has been established, or unless construction has commenced and is diligently pursued, or unless additional time is approved by the Board of Supervisors because of the occurrence of conditions unforeseen at the time of the approval of this Special Exception. A request for additional time shall be justified in writing, and must be filed with the Zoning Administrator prior to the expiration date.

REZONING AFFIDAVIT

DATE: October 3, 1990
 (enter date affidavit is notarized)

I, Donald L. Harris, do hereby state that I am an
 (enter name of applicant or authorized agent)

87-335h

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

in Application No(s): RZ 87-C-042
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

NAME (enter first name, middle initial & last name)	ADDRESS (enter number, street, city, state & zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
INOVA Health Systems Foundation Agents: Donald L. Harris James M. Scott	8001 Braddock Road Springfield, VA 22151	Title Owner/Applicant
Fairfax County Park Authority	3701 Pender Drive Fairfax, VA 22030	Future Title Owner
Walsh, Colucci, Stackhouse, Emrich & Lubeley, PC Agents: Martin D. Walsh Keith C. Martin Lynne J. Strobel Elizabeth D. Baker	2200 Clarendon Blvd. Arlington, VA 22201	Attorneys
Miles & Stockbridge Agent: Barent L. Fake	8001 Braddock Road Springfield, VA 22151	Attorney
Dewberry & Davis Agents: Philip G. Yates/Susan Yantis Tim Culleiton	8401 Arlington Blvd. Fairfax, VA 22151	Engineers/Planners

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

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

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

87-335h

for Application No(s): RZ 87-C-042
(enter County-assigned application number(s))

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

(NOTE: Include sole proprietorships herein.)

CORPORATION INFORMATION

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

INOVA Health Systems Foundation

8001 Braddock Road

Springfield, VA 22151

DESCRIPTION OF CORPORATION: (check one statement)

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

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

INOVA Health Systems Foundation, formerly Fairfax Hospital Association and INOVA Health Systems, Inc., is a non-stock, non-profit corporation with a self-perpetuating Board of Trustees.

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

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

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

REZONING AFFIDAVIT

DATE: October 3, 1990

(enter date affidavit is notarized)

87-3354

for Application No(s): RZ 87-C-042

(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

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

Miles and Stockbridge

11350 Ransom Hills Road, Suite 500

Fairfax, Virginia 22030

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

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

- Peter A. Arntson, General Partner
- Marc E. Bettius, GP
- Jacquelyn K. Boyden, GP
- Margaret A. Brown, GP
- William L. Carey, GP
- Barent L. Eake, GP
- Peter Lipresti, GP
- Robert H. J. Loftus, GP
- P. Peyton Mahaffey, GP
- Robert I. McCandlish, Jr., GP
- Douglas J. Sanderson, GP
- Randolph A. Sutliff, GP
- Jesse B. Wilson III, GP
- Richard W. Bowe, GP
- Stephen C. Winter, GP
- G. Vann Canada, Jr., GP
- James J. Debra, GP
- Patrick F. Greaney, GP
- Olav E. Kollevoll, GP
- Patrick C. McKeever, GP
- Edward J. Adkins, GP
- Harold Altscher, GP
- Patrick K. Arey, GP
- Katherine L. Bishop, GP
- Lowell R. Bowen, GP
- Charles T. Bowyer, GP
- Shaun F. Carrick, GP
- Timothy R. Casgar, GP

- Cynthia J. Collins, GP
- William T. Define, GP
- Kathleen M. Donahue, GP
- Robert L. Doorn, Jr., GP
- James C. Doub, GP
- William J. Evans, GP
- James R. Evler, GP
- John B. Frisch, GP
- Mark D. Gately, GP
- Lewis S. Goodman, GP
- John S. Hebb III, GP
- Theodore W. Hirsh, GP
- Timothy K. Hogan, GP
- James S. Maffitt, GP
- Duncan W. Keir, GP
- Richard E. Levire, GP
- Gerard P. Martin, GP
- Charles C.D. McGill, GP
- Donald R. Mering, GP
- Timothy L. Mullin, Jr., GP
- William B. Rafferty, GP
- Charles E. Schelberg, GP
- H. Donald Schwaab, GP
- Garv W. Brown, GP
- John Parker Sweeney, GP
- Samuel H. Clark, Jr., GP
- Dannv B. O'Connor, GP
- Joseph M. Mott, GP

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

** All listings which include partnerships or corporations must be broken down

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

87-335h

for Application No(s): RZ 87-C-042
(enter County-assigned application number(s))

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

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

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

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

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

Audrey G. Moore, Chairman of the Fairfax County Board of Supervisors, is on the Board of Trustees of INOVA Health Svstems Foundation. Audrey G. Moore, Joseph Alexander and Gerald W. Hyland, Members of the Board of Supervisors are on the Board of Trustees of Fairfax Hospital Systems, Inc.

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

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

WITNESS the following signature:

Donald L. Harris

(check one) Applicant Applicant's Authorized Agent
Donald L. Harris, Senior Vice President INOVA Health Systems Foundation
(type or print first name, middle initial, last name & title of signee)

DATE: October 3, 1990
(enter date affidavit is notarized)

87-335h

for Application No(s): RZ 87-C-042
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
Walsh, Colucci, Stackhouse, Emrich & Lubelev, PC
2200 Clarendon Blvd., 13th Floor
Arlington, VA 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 & last name)

<u>Martin D. Walsh</u>	<u>Michael D. Lubelev</u>
<u>Jerry K. Emrich</u>	<u>Charles L. Shumate</u>
<u>Thomas J. Colucci</u>	<u>Keith C. Martin</u>
<u>Peter K. Stackhouse</u>	<u>Nan E. Terpak</u>
<u>Nicholas Malincnak</u>	

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

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

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

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

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

REZONING AFFIDAVIT

DATE: October 3, 1990
 (enter date affidavit is notarized)

I, Donald L. Harris, 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

88-1094

in Application No(s): PCA 85-C-091-2
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

NAME <small>(enter first name, middle, initial & last name)</small>	ADDRESS <small>(enter number, street, city, state & zip code)</small>	RELATIONSHIP(S) <small>(enter applicable relationships listed in BOLD above)</small>
NOVA Health Systems Foundation	8001 Braddock Road Springfield, VA 22151	Title Owner of Parcel 45-2((1))25 and 42/ Applicant
Agents: Donald L. Harris		
Industrial Development Authority of Fairfax Co.	4100 Chain Bridge Road Fairfax, VA 22030	Title Owner of Parcel 45-2((1))41
	Att: County Attorney	
Fairfax Hospital System, Inc.	8001 Braddock Rd Springfield, VA 22151	Lessee Parcel 45-2((1))41
Agents: Donald L. Harris James M. Scott		
Health Enterprises, Inc.	8001 Braddock Road Springfield, VA 22151	Lessee of 5.0 Acres of Parcel 45-2((1))25
Agent: John R. Sielert		
Fair Oaks Professional Building, LP	Suite 1400, Two Energy Sq 4249 Greenville Ave Dallas, TX 75206	Sublessee of 5.0 Acres of Parcel 45-2((1))25
Agent: Edward L. Hock		

(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.

Agent: _____ (name of trustee) Trustee for (name of trust, if applicable) for

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s)).

88-1094

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

(NOTE: Include sole proprietorships herein.)

CORPORATION INFORMATION

(1) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
INOVA Health Systems Foundation
2001 Braddock Road
Springfield, VA 22151

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
INOVA Health Systems Foundation, formerly Fairfax Hospital Association and INOVA Health Systems, Inc., is a non-stock, non-profit corporation with a self-perpetuating Board of Trustees.

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

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

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

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

88-1094

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Fair oaks Professional Building, L.P.
Suite 1400, Two Energy Square, 4849 Greenville Avenue
Dallas, Texas 75206

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

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

- | | |
|---|--|
| <u>General Partner:</u> | <u>George Bazaro, MD and</u> |
| <u>Fair Oaks Medical Bldg., Inc. (7)</u> | <u>John P. Cleary, MD P.C. (10)</u> |
| <u>Limited Partners:</u> | <u>Jack M. Costa, MD, P.C. (11)</u> |
| <u>Brent R. Ain, MD</u> | <u>Fair Oaks Family Counseling</u> |
| <u>Robert F. Bottone, MD &</u> | <u>& Consultation Center, Inc. (12)</u> |
| <u>Mary F. Bottone, MD</u> | <u>Fair Oaks Medical Building, Inc. (7)</u> |
| <u>Association of Drs. Bowen,</u> | <u>Health Enterprises, Inc. (3)</u> |
| <u>Matthews, Ducci & O'Brien (20)</u> | <u>Drs. Ivy & Armstrong, LTD. (13)</u> |
| <u>William C. Dempsey, MD</u> | <u>Nephrology Assoc. of Northern Virginia (14)</u> |
| <u>Jack M. Fanale, MD and</u> | <u>Professional Physicians Service, Inc. (15)</u> |
| <u>Terry K. Fanale</u> | <u>Bands Venture Group (16)</u> |
| <u>Thomas Frey, MD</u> | <u>CAR Associates (17)</u> |
| <u>Gholam R. Mehrvar, MD</u> | <u>Fair Oak Partnership (18)</u> |
| <u>Thomas J. Nevidser, MD</u> | <u>MFR/PCR Medical Realty (19)</u> |
| <u>Harriet C. Roll</u> | |
| <u>Daniel D. Rooney, D.O.</u> | |
| <u>Hassan A. Salih, MD</u> | |
| <u>SUNW Associates, P.C. (21)</u> | |
| <u>Martha D. Whipple</u> | |
| <u>Stephen W. Pourndras, Jr. MD</u> | |
| <u>William L. Rich III, MD</u> | |
| <u>Myron Shoham, MD &</u> | |
| <u>Andrea B. Shoham</u> | |

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

** All listings which include partnerships or corporations must be broken down successively until (a) only individual persons are listed, or (b) the listing for a

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

88-109

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

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

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

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

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)
Audrey G. Moore, Joseph Alexander and Gerald W. Hyland, members of the Fairfax County Board of Supervisors, serve on the Board of Trustees of Fairfax Hospital System, Inc. and Audrey G. Moore serves on the Board of Trustees of INOVA Health Systems Foundation.

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

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

WITNESS the following signature:

Donald L. Harris

(check one)

Applicant [] Applicant's Authorized Agent
INOVA Health
Donald L. Harris, Senior Vice President/Systems Foundation

(type or print first name, middle initial, last name & title of signer)

Subscribed and sworn to before me this 3rd day of October, 1990, in

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

88-109 ✓

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(2) Fairfax Hospital System, Inc.

8001 BRADDOCK ROAD
SPRINGFIELD, VA 22151

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Fairfax Hospital System, Inc., formerly Fairfax Hospital Association is a non-stock, non-profit corporation, the Board of Trustees of which is appointed by INOVA Health Systems Foundation.

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

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(3) Health Enterprises, Inc.

8001 BRADDOCK ROAD
SPRINGFIELD, VA 22151

DESCRIPTION OF CORPORATION: (check one statement)

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

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

INOVA Health Systems Foundation (1)

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

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

88-1094

(5) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
Walsh, Colucci, Stackhouse, Emrich & Lubelev, PC
2200 Clarendon Blvd., 13th Floor
Arlington, VA 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 & last name)

<u>Martin D. Walsh</u>	<u>Michael D. Lubelev</u>
<u>Jerry K. Emrich</u>	<u>Charles L. Shumate</u>
<u>Thomas J. Colucci</u>	<u>Keith C. Martin</u>
<u>Peter K. Stackhouse</u>	<u>Nan E. Terbak</u>
<u>Nicholas Malinchak</u>	

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

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

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

DESCRIPTION OF CORPORATION: (check one statement)

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

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

<u>C. Richard Keller</u>	_____
_____	_____
_____	_____
_____	_____

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

_____	_____
_____	_____
_____	_____

DATE: October 3, 1990

(enter date affidavit is notarized)

for Application No(s): PCA 85-C-091-2

(enter County-assigned application number(s))

88-1095

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
 (7) Fair Oaks Medical Building, Inc.

c/o Fair Oaks Professional Building, LP, Suite 1400 Two Energy Square
 4649 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

A wholly owned subsidiary of Mediplex. Medical Building Corporation (8)

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

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

(8) Mediplex Medical Building Corporation
 12225 Greenville Avenue, Suite 830
 Dallas, Texas 75243

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Management Group, Inc. (9)

Betty Bardice

Wendy Mast

Richard D. Segal

Patricia Lieberman Trust -

Patricia Lieberman, Beneficiary

Debra J. Segal Trust -

Debra J. Segal, Beneficiary

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

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): BCA 85-C-091-2
(enter County-assigned application number(s))

88-1098

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

(9) Management Group, Inc.
1225 Greenville Avenue, Suite 830
Dallas, Texas 75243

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Albert Seelev

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

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

(10) George Bazaco, MD and John P. Cleary, MD, P.C.
c/o Fair Oaks Professional Building, LP, Suite 1400, 180 Energy Square
7879 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

George C. Bazaco, MD
John P. Cleary, MD

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

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

88-1094

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

(13) Drs. Ivy and Armstrong, LTD
c/o Fair Oaks Professional Building, P.C. Suite 1400, Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

<u>Norman Armstrong, MD</u>	_____
<u>Michael Ivy, MD</u>	_____
_____	_____
_____	_____
_____	_____

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

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

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

(14) Nephrology Associates of Northern Virginia, Inc.
c/o Fair Oaks Professional Building, PC, Ste. 1400, Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

<u>Robert Greenspan, MD</u>	_____
<u>Steven Tolkan, MD</u>	_____
_____	_____
_____	_____
_____	_____

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

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

Rezoning Attachment to Par. 1(b)

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

88-1091

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(15) Professional Physicians Services, Inc.

C/O Fair Oaks Professional Building, P.C., Ste. 1400, Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Anil Verma, MD

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

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(21) SUDW Associates, P.C.

5226 Dawes Avenue
Alexandria, Virginia 22311

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Robert D. Warren, MD

Lee F. Smith, Jr., MD

Robert Dobrzynski, MD

Winston Ueno, MD

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

Attachment to Paragraph 1
REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

88-109

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

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

Miles and Stockbridge
11350 Ransom Hills Road, Suite 500
Fairfax, Virginia 22030

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

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

- | | |
|--|-----------------------------------|
| <u>Peter A. Arntson, General Partner</u> | <u>Cynthia J. Collins, GP</u> |
| <u>Marc E. Bettius, GP</u> | <u>William T. Define, GP</u> |
| <u>Jacquelyn K. Boyden, GP</u> | <u>Kathleen M. Donahue, GP</u> |
| <u>Margaret A. Brown, GP</u> | <u>Robert L. Doors, Jr., GP</u> |
| <u>William L. Carey, GP</u> | <u>James C. Doub, GP</u> |
| <u>Barent L. Fike, GP</u> | <u>William J. Evans, GP</u> |
| <u>Peter Lipresti, GP</u> | <u>James R. Eyler, GP</u> |
| <u>Robert H. J. Loftus, GP</u> | <u>John B. Frisch, GP</u> |
| <u>R. Peyton Mahaffey, GP</u> | <u>Mark D. Gately, GP</u> |
| <u>Robert J. McCandlish, Jr., GP</u> | <u>Lewis S. Goodman, GP</u> |
| <u>Douglas J. Sanderson, GP</u> | <u>John S. Hebb III, GP</u> |
| <u>Randolph A. Sutliff, GP</u> | <u>Theodore W. Hirsh, GP</u> |
| <u>Jesse B. Wilson III, GP</u> | <u>Timothy K. Hogan, GP</u> |
| <u>Richard W. Bowe, GP</u> | <u>James S. Maffitt, GP</u> |
| <u>Stephen C. Winter, GP</u> | <u>Duncan W. Keir, GP</u> |
| <u>G. Vann Canada, Jr., GP</u> | <u>Richard E. Levine, GP</u> |
| <u>James J. Deuma, GP</u> | <u>Gerard P. Martin, GP</u> |
| <u>Patrick F. Greaney, GP</u> | <u>Charles C.D. McGill, GP</u> |
| <u>Olav B. Kollevoll, GP</u> | <u>Donald E. Mering, GP</u> |
| <u>Patrick C. McKeever, GP</u> | <u>Timothy L. Mullin, Jr., GP</u> |
| <u>Edward J. Adkins, GP</u> | <u>William B. Rafferty, GP</u> |
| <u>Harold Altscher, GP</u> | <u>Charles E. Schelberg, GP</u> |
| <u>Patrick K. Arey, GP</u> | <u>H. Donald Schwaab, GP</u> |
| <u>Katherine L. Bishop, GP</u> | <u>Garv W. Brown, GP</u> |
| <u>Lowell R. Bowen, GP</u> | <u>John Parker Sweeney, GP</u> |
| <u>Charles T. Bowser, GP</u> | <u>Samuel H. Clark, Jr., GP</u> |
| <u>Shaun F. Carrick, GP</u> | <u>Danny B. O'Connor, GP</u> |
| <u>Timothy R. Casgar, GP</u> | <u>Joseph M. Mott, GP</u> |

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

** All listings which include partnerships or corporations must be broken down
so that only individual persons are listed, or (b) the listing for a

DATE: October 3, 1990
(enter date affidavit is notarized)

88-109f

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

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

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

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

all General Partners:

- David Selca
- Stephen J. Srekas
- Andrew G. Shank
- Ronald U. Snaw
- Alexander C. Short
- Jeffrey H. Seibert
- John B. Sinclair
- John A. Stalfort
- J. W. Thompson Webb
- Susan Z. Whitman
- Jefferson V. Wright
- David L. Bowers
- Gary C. Duvall
- Lawrence F. Haislip
- Richard P. Kidwell
- K. Donald Proctor
- Frederick W. Runge, Jr.
- Wilton B. Smith, Jr.
- Bruce C. Armistead
- William C. Bauknight
- Robert M. Cattaneo
- Charles T. Capute
- Michael J. Jacobs
- John H. Murray
- Richard B. Purgee
- Thomas E. Lynch III
- David A. Severn
- Conrad W. Varner
- Joseph S. Weltv
- Kenneth S. Spence, III, GP
- Edward J. Longosz, II, GP

(check if applicable) There is more partnership information and Par. 1(c) is continued

DATE: October 3, 1990
(enter date affidavit is notarized)

88-109

for Application No(s): PCA 85-C-091-2
(enter County-assigned application number(s))

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

Dewberry & Davis
8401 Arlington Boulevard
Fairfax, VA 22031

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

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

Partners of Dewberry & Davis:
Stoney C. Dewberry, Managing Gen. Ptnr.
Barry A. Dewberry, General Partner (GP)
KMT Limited Partnership, GP
William H. Edwards, Special GP
John P. Fowler II, Special GP
David P. Habib, Special GP

Partners of KMT Limited Partnership:
Karen S. Grand Pre, GP
Michael S. Dewberry, Trust, LP
Reva A. Dewberry, Trustee
Michael S. Dewberry, Beneficiary
Thomas L. Dewberry, Trust, LP
Reva A. Dewberry, Trustee
Thomas L. Dewberry, Beneficiary

REZONING AFFIDAVIT

DATE: October 3, 1990
 (enter date affidavit is notarized)

I, Donald L. Harris, 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

87-3364

in Application No(s): SEA 84-C-076-3
 (enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

NAME <small>(enter first name, middle - initial & last name)</small>	ADDRESS <small>(enter number, street, city, state & zip code)</small>	RELATIONSHIP(S) <small>(enter applicable relation- ships listed in BOLD above)</small>
NOVA Health Systems Foundation	8001 Braddock Road Springfield, VA 22151	Title Owner of Parcel 45-2((1))25 and 42/
Agents: Donald L. Harris		Applicant
Industrial Development Authority of Fairfax Co.	4100 Chain Bridge Road Fairfax, VA 22030	Title Owner of Parcel 45-2((1))41
	Att: County Attorney	
Fairfax Hospital System, Inc.	8001 Braddock Rd Springfield, VA 22151	Lessee Parcel 45-2((1))41
Agents: Donald L. Harris James M. Scott		
Health Enterprises, Inc.	8001 Braddock Road Springfield, VA 22151	Lessee of 5.0 Acres of Parcel 45-2((1))25
Agent: John R. Sielert		
Fair Oaks Professional Building, LP	Suite 1400, Two Energy Sq. 4849 Greenville Ave. Dallas, TX 75206	Sublessee of 5.0 Acres of Parcel 45-2((1))25
Agent: Edward L. Hock		

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

* List as follows: (name of trustee), Trustee for (name of trust, if applicable), for (beneficiary)

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

87-3364

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

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

(NOTE: Include sole proprietorships herein.)

CORPORATION INFORMATION

(1) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
INOVA Health Systems Foundation
2001 Braddock Road
Springfield, VA 22151

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
INOVA Health Systems Foundation, formerly Fairfax Hospital Association and INOVA Health Systems, Inc., is a non-stock, non-profit corporation with a self-perpetuating Board of Trustees.

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

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

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

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

87-336h

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Fair oaks Professional Building, L.P.
Suite 1400, Two Energy Square, 4849 Greenville Avenue
Dallas, Texas 75206

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

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

- | | |
|---|--|
| <u>General Partner:</u> | <u>George Bazara, MD and</u> |
| <u>Fair Oaks Medical Bldg., Inc. (7)</u> | <u>John P. Cleary, MD P.C. (10)</u> |
| <u>Limited Partners:</u> | <u>Jack M. Costa, MD, P.C. (11)</u> |
| <u>Brent P. Ain, MD</u> | <u>Fair Oaks Family Counseling</u> |
| <u>Robert F. Botrone, MD &</u> | <u>& Consultation Center, Inc. (12)</u> |
| <u>Mary F. Bottone, MD</u> | <u>Fair Oaks Medical Building, Inc. (7)</u> |
| <u>Association of Drs. Bowen,</u> | <u>Health Enterprises, Inc. (3)</u> |
| <u>Matthews, Ducci & O'Brien (20)</u> | <u>Drs. Ivy & Arnerone, LTD. (13)</u> |
| <u>William C. Dempsey, MD</u> | <u>Nephrology Assoc. of Northern Virginia (14)</u> |
| <u>Jack M. Fanale, MD and</u> | <u>Professional Physicians Service, Inc. (15)</u> |
| <u>Terry K. Fanale</u> | <u>Bands Venture Group (16)</u> |
| <u>Thomas Frey, MD</u> | <u>CAR Associates (17)</u> |
| <u>Gholam R. Mehrvar, MD</u> | <u>Fair Oak Partnership (18)</u> |
| <u>Thomas J. Nevidser, MD</u> | <u>MEB/PSR Medical Realty (19)</u> |
| <u>Harriet C. Roll</u> | |
| <u>Daniel D. Rooney, D.O.</u> | |
| <u>Hassan A. Salih, MD</u> | |
| <u>SUDW Associates, P.C. (21)</u> | |
| <u>Martha D. Whipple</u> | |
| <u>Stephen W. Pourndras, Jr. MD</u> | |
| <u>William L. Rich III, MD</u> | |
| <u>Myron Shoham, MD &</u> | |
| <u>Andrea B. Shoham</u> | |

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

** All listings which include partnerships or corporations must be broken down into individual persons are listed, or (b) the listing for a

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

87-3364

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

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

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

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

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

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)
Audrey G. Moore, Joseph Alexander and Gerald W. Hyland, members of the Fairfax County Board of Supervisors, serve on the Board of Trustees of Fairfax Hospital System, Inc., and Audrey G. Moore serves on the Board of Trustees of INOVA Health Systems Foundation.

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

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

WITNESS the following signature:

Donald L. Harris
(check one) Applicant Applicant's Authorized Agent

Donald L. Harris, Senior Vice President
(type or print first name, middle initial, last name & title of signer)

Subscribed and sworn to before me this 3rd day of October, 19 90, in

Rezoning Attachment to Par. 1(a)

DATE: October 3, 1990
(enter date affidavit is notarized)

87-3364

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

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

NAME (enter first name, middle initial & last name)	ADDRESS (enter number, street, city, state & zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD in Par. 1(a))
Fairfax County Park Authority	3701 Pender Drive Fairfax, VA 22030	Future Title Owner of 7.5 Acres of Parcel 45-2(11) 42
Walsh, Colucci, Stackhouse, Enrich & Lubelev, PC Agents: Martin D. Walsh Keith C. Martin Lynne J. Strobel Elizabeth Baker	2200 Clarendon Blvd Arlington, VA 22201	Attorneys
Ailes & Stockbridge Agent: Barent L. Fake	8001 Braddock Road Springfield, VA 22151	Attorneys
Dewberry & Davis Agents: Philip G. Yates Susan Yantis Tim Culleiton	8401 Arlington Blvd. Fairfax, VA 22031	Engineers/Planners
Kellerco, Inc. Agent: C. Richard Keller	1650 Tysons Blvd Suite 600 McLean, VA 22102	Traffic Consultant

Rezoning Attachment to Par. 1(b)

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

87-336h

(2) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
Fairfax Hospital System, Inc.
8001 Braddock Road
Springfield, VA 22151

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
Fairfax Hospital System, Inc., formerly Fairfax Hospital Association is a non-stock, non-profit corporation, the Board of Trustees of which is appointed by INOVA Health Systems Foundation.

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

(3) NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
Health Enterprises, Inc.
8001 Braddock Road
Springfield, VA 22151

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
INOVA Health Systems Foundation (1)

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

DATE: October 3, 1990
(enter date affidavit is notarized)

87-336h

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

(5) **NAME & ADDRESS OF CORPORATION:** (enter complete name & number, street, city, state & zip code)
Walsin, Colucci, Stackhouse, Enrich & Lubelev, PC
2200 Clarendon Blvd., 13th Floor
Arlington, VA 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 & last name)
Martin D. Walsh Michael D. Lubelev
Jerry A. Enrich Charles L. Shumate
Thomas J. Colucci Keith C. Martin
Peter K. Stackhouse Nan E. Ternak
Nicholas Malinchak

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

(6) **NAME & ADDRESS OF CORPORATION:** (enter complete name & number, street, city, state & zip code)
Kellerco, Inc.
1650 Tysons Blvd, Suite 600
McLean, VA 22102

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
C. Richard Keller

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

Rezoning Attachment to Par. 1(b)

DATE: October 3, 1990
(enter date affidavit is notarized)

87-336h

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(7) Fair Oaks Medical Building, Inc.

c/o Fair Oaks Professional Building, LP, Suite 1400 Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

A wholly owned subsidiary of Mediplex. Medical Building Corporation (8)

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

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

(8) Mediplex Medical Building Corporation
12225 Greenville Avenue, Suite 830
Dallas, Texas 75243

DESCRIPTION OF CORPORATION: (check one statement)

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

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

<u>Management Group, Inc. (9)</u>	<u>Patricia Lieberman Trust -</u>
<u>Betty Bardige</u>	<u>Patricia Lieberman, Beneficiary</u>
<u>Wendy Vasi</u>	<u>Debra J. Segal Trust -</u>
<u>Richard D. Segal</u>	<u>Debra J. Segal, Beneficiary</u>

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

DATE: October 3, 1990
(enter date affidavit is notarized)

87-336h

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(9) Management Group, Inc.
12225 Greenville Avenue, Suite 830
Dallas, Texas 75243

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

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

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

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(10) George Bazaco, MD and John P. Cleary, MD, P.C.
c/o Fair Oaks Professional Building, LP, Suite 1400, Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
George C. Bazaco, MD
John P. Cleary, MD

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

Rezoning Attachment to Par. 1(b)

DATE: October 3, 1990
(enter date affidavit is notarized)

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

87-336h

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(11) Jack M. Costa, MD, P.C.

c/o Fair Oaks Professional Building, P.C., Suite 1400, Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
Jack M. Costa, MD

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

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

(12) Fair Oaks Family Counseling and Consultation Center, Inc.
c/o Fair Oaks Professional Building, PC, Ste. 1400, Two Energy Square
4849 Greenville Ave., Dallas, Tx 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Gordon Gondos, MD
Ruth Imershein, MD
James McMurrer, MD
Thomas Simpson, MD
Abby Sternberg, LCSW
Clare Vogel, LCSW

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

Rezoning Attachment to Par. 1(b)

DATE: October 3, 1990
(enter date affidavit is notarized)

87-336h

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

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

(13) Drs. Ivy and Armstrong, LTD
c/o Fair Oaks Professional Building, P.C. Suite 1400, Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Norman Armstrong, MD
Michael Ivy, MD

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

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

(14) Nephrology Associates of Northern Virginia, Inc.
c/o Fair Oaks Professional Building, PC, Ste. 1400, Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Robert Greenspan, MD
Steven Tolkan, MD

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

DATE: October 3, 1990
(enter date affidavit is notarized)

87-336h

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(15) Professional Physicians Services, Inc.

C/O Fair Oaks Professional Building, P.C., Ste. 1400, Two Energy Square
4849 Greenville Avenue, Dallas, Texas 75206

DESCRIPTION OF CORPORATION: (check one statement)

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

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

_____	_____
_____	_____
_____	_____
_____	_____

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

_____	_____
_____	_____
_____	_____
_____	_____

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
(21) SUDW Associates, P.C.

5226 Dawes Avenue
Alexandria, Virginia 22311

DESCRIPTION OF CORPORATION: (check one statement)

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial & last name)
Robert D. Warren, MD

_____	_____
<u>Lee F. Smith, Jr., MD</u>	_____
<u>Robert Dobrzynski, MD</u>	_____
<u>Winston Ueno, MD</u>	_____

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

_____	_____
_____	_____
_____	_____

Attachment to Par. 1(c)
REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

87-3364

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Miles and Stockbridge
11555 Sarcum Hills Road, Suite 500
Fairfax, Virginia 22030

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

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

- | | |
|--|-----------------------------------|
| <u>Peter A. Arntson, General Partner</u> | <u>Cynthia J. Collins, GP</u> |
| <u>Marc E. Bettius, GP</u> | <u>William T. Define, GP</u> |
| <u>Jacquelyn K. Bowden, GP</u> | <u>Kathleen M. Donahue, GP</u> |
| <u>Margaret E. Brown, GP</u> | <u>Robert L. Doorn, Jr., GP</u> |
| <u>William F. Carey, GP</u> | <u>James C. Doub, GP</u> |
| <u>Barent I. Fake, GP</u> | <u>William J. Evans, GP</u> |
| <u>Peter Lippresti, GP</u> | <u>James R. Eyles, GP</u> |
| <u>Robert H. I. Loftus, GP</u> | <u>John B. Erisch, GP</u> |
| <u>R. Peyton Mahaffey, GP</u> | <u>Mark D. Gately, GP</u> |
| <u>Robert J. McCandlish, Jr., GP</u> | <u>Lewis S. Goodman, GP</u> |
| <u>Douglas J. Sanderson, GP</u> | <u>John S. Hebb III, GP</u> |
| <u>Randolph A. Sutliff, GP</u> | <u>Theodore W. Hirsh, GP</u> |
| <u>Jesse B. Wilson III, GP</u> | <u>Timothy K. Hogan, GP</u> |
| <u>Richard W. Bowe, GP</u> | <u>James S. Maffitt, GP</u> |
| <u>Stephen C. Winter, GP</u> | <u>Duncan W. Keir, GP</u> |
| <u>G. Vann Canada, Jr., GP</u> | <u>Richard E. Levine, GP</u> |
| <u>James J. DeMa, GP</u> | <u>Gerard P. Martin, GP</u> |
| <u>Patrick E. Greaney, GP</u> | <u>Charles C.D. McGill, GP</u> |
| <u>Olav E. Kollevoll, GP</u> | <u>Donald P. Mering, GP</u> |
| <u>Patrick C. McKeever, GP</u> | <u>Timothy L. Mullin, Jr., GP</u> |
| <u>Edward J. Adkins, GP</u> | <u>William B. Rafferty, GP</u> |
| <u>Harold Altscher, GP</u> | <u>Charles E. Schelberg, GP</u> |
| <u>Patrick K. Arey, GP</u> | <u>H. Donald Schwab, GP</u> |
| <u>Katherine L. Bishop, GP</u> | <u>Gary W. Brown, GP</u> |
| <u>Lowell R. Bowen, GP</u> | <u>John Parker Sweeney, GP</u> |
| <u>Charles T. Bowyer, GP</u> | <u>Samuel H. Clark, Jr., GP</u> |
| <u>Shaun F. Carrick, GP</u> | <u>Danny B. O'Connor, GP</u> |
| <u>Timothy R. Cascar, GP</u> | <u>Joseph M. Mott, GP</u> |

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

** All listings which include partnerships or corporations must be broken down

DATE: October 3, 1990
(enter date affidavit is notarized)

87-3366

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

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

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

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

- all General Partners:
- David Seida
 - Stephen C. Siekas
 - Andrew G. Shank
 - Ronald C. Shaw
 - Alexander C. Short
 - Jeffrey H. Seibert
 - John B. Sinclair
 - John A. Stalfort
 - J. W. Thompson Webb
 - Susan Z. Whitman
 - Jefferson V. Wright
 - David L. Bowers
 - Gary C. Duvall
 - Lawrence F. Haislip
 - Richard P. Kidwell
 - K. Donald Proctor
 - Frederick W. Runge, Jr.
 - Wilton B. Smith, Jr.
 - Bruce C. Armistead
 - William C. Bauknight
 - Robert M. Cattaneo
 - Charles T. Capute
 - Michael J. Jacobs
 - John H. Murray
 - Richard P. Burgee
 - Thomas E. Lynch III
 - David A. Severn
 - Conrad W. Varner
 - Joseph S. Welty
 - Kenneth S. Spence, III, GP
 - Edward J. Longosz, II, GP

Rezoning Attachment to Par. 1(c)

DATE: October 3, 1990
(enter date affidavit is notarized)

87-336h

for Application No(s): SEA 84-C-076-3
(enter County-assigned application number(s))

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

Dewberry & Davis
8401 Arlington Boulevard
Fairfax, VA 22031

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

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

Partners of Dewberry & Davis:
Stoney C. Dewberry, Managing Gen. Ptnr.
Barry A. Dewberry, General Partner (GP)
KOT Limited Partnership, GP
William H. Edwards, Special GP
John P. Fowler II, Special GP
David P. Habib, Special GP

Partners of KOT Limited Partnership:
Karen S. Grand Pre, GP
Michael S. Dewberry, Trust, LP
Reva A. Dewberry, Trustee
Michael S. Dewberry, Beneficiary
Thomas L. Dewberry, Trust, LP
Reva A. Dewberry, Trustee
Thomas L. Dewberry, Beneficiary

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

I, Donald L. Harris, do hereby state that I am an
(enter name of applicant or authorized agent)

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

89-759

in Application No(s): PCA 78-C-079
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

Table with 3 columns: NAME, ADDRESS, RELATIONSHIP(S). Includes entries for INOVA Health Systems Foundation, Walsh, Colucci, Stackhouse, Miles & Stockbridge, and Dewberry & Davis.

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

* List as follows: (name of trustee), Trustee for (name of trust, if applicable), for

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

89-75g

for Application No(s): PCA 78-C-079
(enter County-assigned application number(s))

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

(NOTE: Include sole proprietorships herein.)

CORPORATION INFORMATION

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

INOVA Health Systems Foundation
8001 Braddock Road
Springfield, VA 22151

DESCRIPTION OF CORPORATION: (check one statement)

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

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

INOVA Health Systems Foundation
formerly Fairfax Hospital Association Foundation and INOVA Health Svstems, Inc., is a
nonstock, nonprofit corporation with a self perpetuating Board of Trustees.

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

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

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

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

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

89-75g

for Application No(s): PCA 78-C-079
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

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

Miles and Stockbridge
11550 Ransom Hills Road, Suite 500
Fairfax, Virginia 22030

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

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

- | | |
|--|-----------------------------------|
| <u>Peter A. Arntson, General Partner</u> | <u>Cynthia J. Collins, GP</u> |
| <u>Marc E. Bettius, GP</u> | <u>William T. Define, GP</u> |
| <u>Jacquelyn K. Boyden, GP</u> | <u>Kathleen M. Donahue, GP</u> |
| <u>Margaret A. Brown, GP</u> | <u>Robert L. Doorn, Jr., GP</u> |
| <u>William L. Carey, GP</u> | <u>James C. Douth, GP</u> |
| <u>Barent L. Eake, GP</u> | <u>William J. Evans, GP</u> |
| <u>Peter Lipresti, GP</u> | <u>James R. Eyler, GP</u> |
| <u>Robert H. J. Loftus, GP</u> | <u>John B. Frisch, GP</u> |
| <u>R. Peyton Mahaffey, GP</u> | <u>Mark D. Gately, GP</u> |
| <u>Robert J. McCandlish, Jr., GP</u> | <u>Lewis S. Goodman, GP</u> |
| <u>Douglas J. Sanderson, GP</u> | <u>John S. Hebb III, GP</u> |
| <u>Randolph A. Sutliff, GP</u> | <u>Theodore W. Hirsh, GP</u> |
| <u>Jesse B. Wilson III, GP</u> | <u>Timothy K. Hogan, GP</u> |
| <u>Richard W. Bowe, GP</u> | <u>James S. Maffitt, GP</u> |
| <u>Stephen C. Winter, GP</u> | <u>Duncan W. Keir, GP</u> |
| <u>G. Vann Canada, Jr., GP</u> | <u>Richard E. Levine, GP</u> |
| <u>James J. Debra, GP</u> | <u>Gerard P. Martin, GP</u> |
| <u>Patrick E. Greaney, GP</u> | <u>Charles C.D. McGill, GP</u> |
| <u>Olav E. Kollevoll, GP</u> | <u>Donald R. Mering, GP</u> |
| <u>Patrick C. McKeever, GP</u> | <u>Timothy L. Mullin, Jr., GP</u> |
| <u>Edward J. Adkins, GP</u> | <u>William E. Rafferty, GP</u> |
| <u>Harold Altscher, GP</u> | <u>Charles E. Schelberg, GP</u> |
| <u>Patrick K. Arey, GP</u> | <u>H. Donald Schwaab, GP</u> |
| <u>Katherine L. Bishop, GP</u> | <u>Garv W. Brown, GP</u> |
| <u>Lowell R. Bowen, GP</u> | <u>John Parker Sweeney, GP</u> |
| <u>Charles T. Bower, GP</u> | <u>Samuel H. Clark, Jr., GP</u> |
| <u>Shaun F. Carrick, GP</u> | <u>Danny B. O'Connor, GP</u> |
| <u>Timothy R. Casgar, GP</u> | <u>Joseph M. Mott, GP</u> |

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

** All listings which include partnerships or corporations must be broken down successively until (a) only individual persons are listed, or (b) the listing for a

REZONING AFFIDAVIT

DATE: October 3, 1990
(enter date affidavit is notarized)

89-75g

for Application No(s): PCA 78-C-079
(enter County-assigned application number(s)).

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

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

None

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

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

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

Audrey G. Moore, Joseph Alexander, Gerald W. Hvland, Members of Fairfax County Board of Supervisors, Serve on Board of Trustees of Fairfax Hospital Systems,
Audrey G. Moore serves on the Board of Trustees of INOVA Health Systems Foundation

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

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

WITNESS the following signature:

Donald L. Harris
(check one) Applicant Applicant's Authorized Agent

Donald L. Harris, Senior Vice President
(type or print first name, middle initial, last name & title of signer)

Subscribed and sworn to before me this 3rd day of October, 1990, in

DATE: October 3, 1990
(enter date affidavit is notarized)

89-75g

for Application No(s): PCA 78-C-079
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name & number, street, city, state & zip code)
Walsh, Colucci, Stackhouse, Enrich & Lubeley, PC
2200 Clarendon Boulevard
Arlington, VA 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 & last name)
Martin D. Walsh
Thomas J. Colucci
Peter K. Stackhouse
Jerry K. Enrich
Michael D. Lubeley
Nicholas Malinchak
Charles L. Shumate
Keith C. Martin
Nan E. Terpak

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

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

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

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

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

gh

DATE: October 3, 1990
(enter date affidavit is notarized)

89-759

for Application No(s): PCA 78-C-079
(enter County-assigned application number(s))

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

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

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

- all General Partners:
- David Seidl
- Stepnen J. Srekas
- Andrew G. Shank
- Ronald J. Shaw
- Alexander C. Short
- Jeffrey H. Seibert
- John B. Sinclair
- John A. Stalfort
- J. W. Thompson Webb
- Susan Z. Whitman
- Jefferson V. Wright
- David L. Bowers
- Gary C. Duvall
- Lawrence F. Haislip
- Richard P. Kidwell
- K. Donald Proctor
- Frederick W. Runge, Jr.
- Milton P. Smith, Jr.
- Bruce C. Armistead
- William C. Bauknight
- Robert M. Cattaneo
- Charles T. Capute
- Michael J. Jacobs
- John H. Murray
- Richard R. Burgee
- Thomas E. Lynch III
- David A. Severn
- Conrad W. Varner
- Joseph S. Welty
- Kenneth S. Spence, III, GP
- Edward J. Longosz, II, GP

(check if applicable) There is more partnership information and Par. 1(c) is continued

Rezoning Attachment to Par. 1(c)

DATE: October 3, 1990
(enter date affidavit is notarized)

89-759

for Application No(s): PCA 78-C-079
(enter County-assigned application number(s))

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

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

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

Partners of Dewberry & Davis:

- Stoney G. Dewberry, Managing Gen. Ptnr.
- Barry K. Dewberry, General Partner (GP)
- KMT Limited Partnership, GP
- William H. Edwards, Special GP
- John P. Fowler II, Special GP
- David P. Habib, Special GP

Partners of KMT Limited Partnership:

- Karen S. Grand Pre, GP
- Michael S. Dewberry, Trust, LP
- Reva A. Dewberry, Trustee
- Michael S. Dewberry, Beneficiary
- Thomas L. Dewberry, Trust, LP
- Reva A. Dewberry, Trustee
- Thomas L. Dewberry, Beneficiary

REZONING APPLICATION

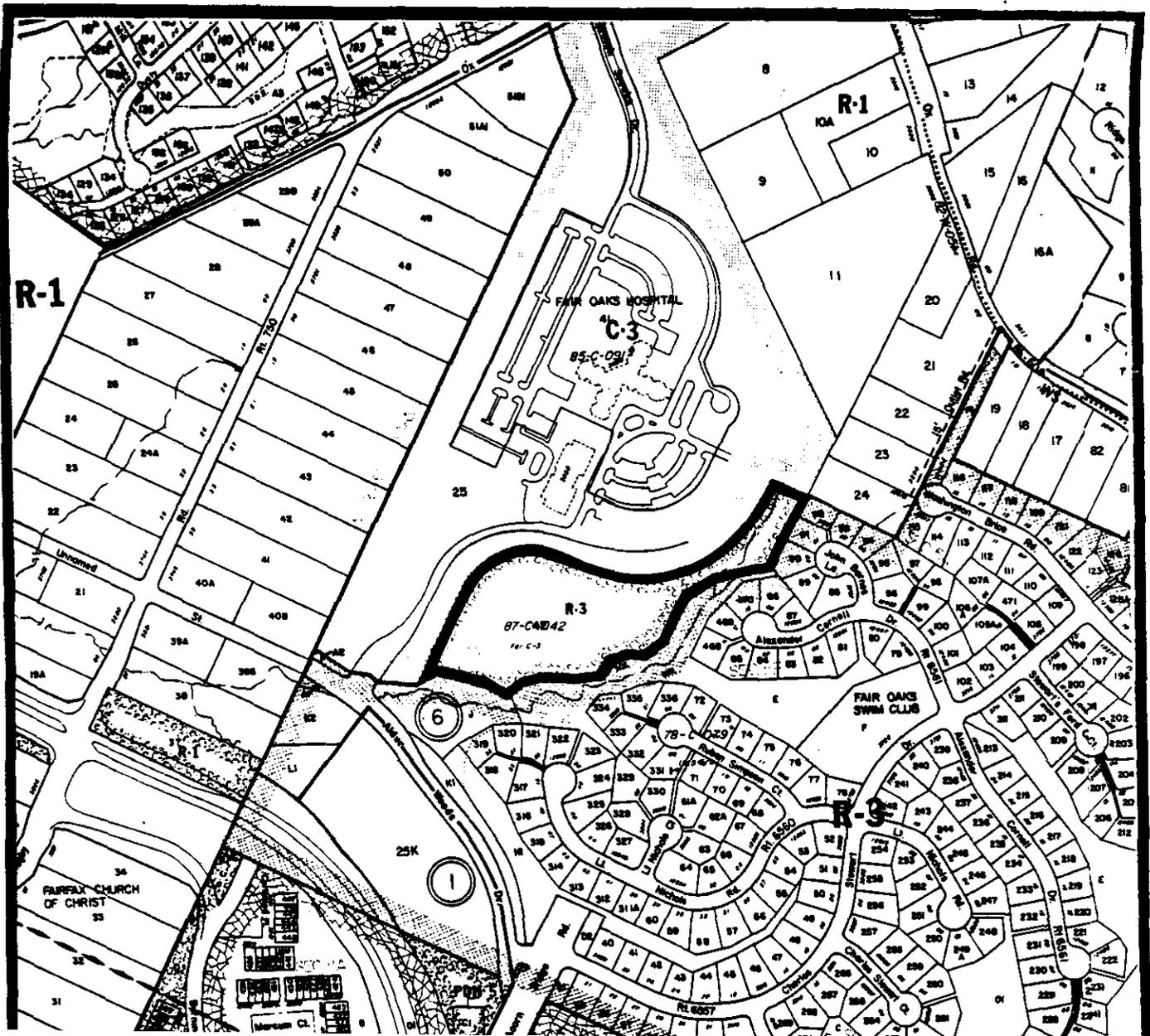
RZ 87-C-042

RZ 87-C-042
FILED 5/15/87

FAIRFAX HOSPITAL SYSTEM, A DIVISION OF INOVA HEALTH SYSTEMS
TO REZONE: 7.50 ACRES OF LAND; DISTRICT - CENTREVILLE
PROPOSED: MEDICAL OFFICE BUILDING
LOCATED: ALONG SOUTHERN BOUNDARY OF THE EXISTING HOSPITAL SITE
ON S.E. SIDE OF OX TRAIL APPROX. 500 FT. W. OF ITS
INTERSECTION WITH WEST OX RD.

ZONING: R-3, WS
TO: C-3, WS

MAP REF 045-2- /01/ / 0042



PROFFERED CONDITION AMENDMENT

PCA 85-C-091-2

CA 85-C-091 -02
FILED 10/23/87

FAIRFAX HOSPITAL SYSTEM, A DIVISION OF INOVA HEALTH SYSTEMS
PROFFERED CONDITION AMENDMENT

PROPOSED: MEDICAL OFFICE BUILDING

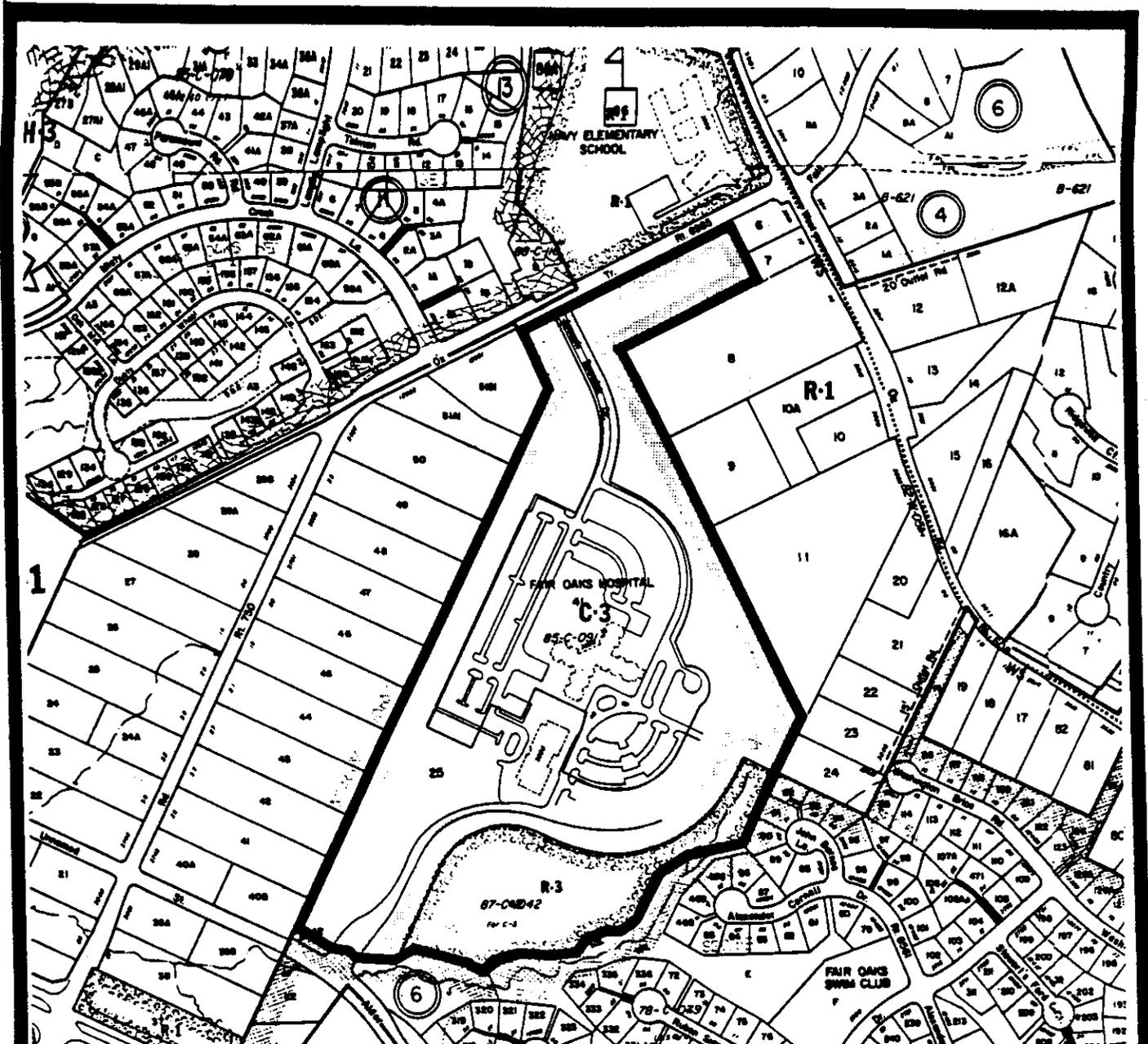
APPROX. 46.33 ACRES OF LAND; DISTRICT - CENTREVILLE

LOCATED: S. SIDE OF OX TRAIL APPROX. 500 FT. W. OF INTERSECTION
WITH WEST OX RD.

ZONING: C-3 WS

MAP REF

045-2- /01/ /0025-, 0041, 0042



SPECIAL EXCEPTION AMENDMENT APPLICATION

SEA 84-C-076-3

EA 84-C-076 -03
FILED 07/02/87

FAIRFAX HOSPITAL SYSTEM, A DIVISION OF INOVA HEALTH SYSTEMS
AMEND SE 84-C-076 FOR MEDICAL CARE FACILITIES
TO PERMIT ADDITION OF MEDICAL OFFICE BUILDING

ZONING DIST SECTION: 84-0304
ART 9 CATEGORY/USE: 03-06

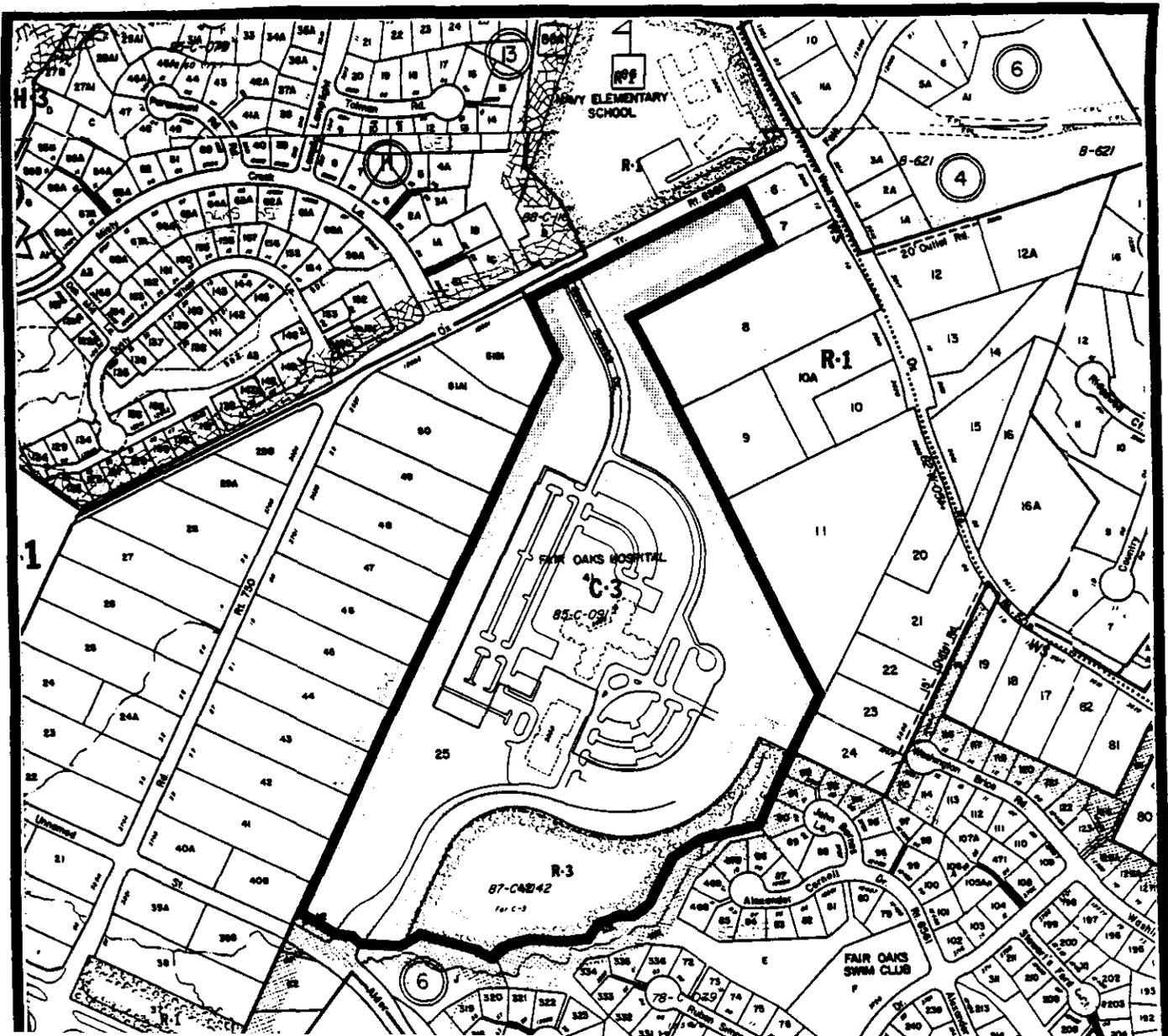
46.33 ACRES OF LAND; DISTRICT - CENTREVILLE

LOCATED: S. SIDE OF OX TRAIL APPROX. 500 FT. W. OF INTERSECTION
WITH WEST OX RD.

ZONED C-3 WS PLAN AREA 3

TAX MAP

045-2- /01/ /0025-, 0041, 0042



PROFFERED CONDITION AMENDMENT

PCA 78-C-079

CA 78-C-079
FILED 3/17/89

FAIRFAX HOSPITAL SYSTEM, A DIVISION OF INOVA HEALTH SYSTEMS
PROFFERED CONDITION AMENDMENT

PROPOSED: PARK LAND

APPROX: 5.50 ACRES OF LAND; DISTRICT - CENTREVILLE

LOCATED: W. SIDE ACORN RIDGE RD. APPROX. 1400 FT. N. OF LEE
JACKSON HWY.

ZONING: R-3

OVERLAY DISTRICT(S): WS

MAP REF: 045-2- /01/ /0025K



FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara A. Byron, Director DATE: OCT 07 1990
Zoning Evaluation Division, OCP

FROM: Lynda L. Stanley, Chief *MS*
Plan Development Branch, OCP

FILE NO: 576 (Zoning)

SUBJECT: Planning Analysis for: RZ 87-C-042
PCA 85-C-091-2
SEA 84-C-076-3
PCA 78-C-079
(Addendum)

On August 6, 1990 the Board of Supervisors adopted the following language in the Policy Plan that pertains to the subject property:

"Objective 14: Fairfax County should seek to achieve a harmonious and attractive development pattern which minimizes undesirable visual, auditory, environmental and other impacts created by potentially incompatible uses....

Policy c: Achieve compatible transitions between adjoining land uses through the control of height and the use of appropriate buffering and screening....

Policy f: Utilize urban design principles to increase compatibility among adjoining uses.

Policy g: Consider the cumulative effect of institutional uses in an area prior to allowing the location of additional institutional uses....

Policy l: Regulate the amount of noise and light produced by non-residential land uses to minimize impacts on nearby residential properties."

The Comprehensive Plan map shows that the property is planned for commercial office use, a county health facility and private open space.

There are no further land use issues that need to be addressed that relate to this new Plan language.

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara A. Byron, Director DATE: October 4, 1990
Zoning Evaluation Division, OCP

FROM: Robert L. Moore, Chief *RLM*
Transportation Planning Division, OT

FILE: 3-4, 3-5 (RZ 87-C-042, RZ 85-C-091, SE 84-C-076, RZ 78-C-079)/
SITE1 876

SUBJECT: Transportation Impact Addendum

REFERENCE: RZ 87-C-042, PCA 85-C-091-2, SEA 84-C-076-3, PCA 78-C-079
Land Identification Map: 45-2 ((1)) 25, 25K, 41 and 42

Transmitted herewith are the comments of the Office of Transportation with regard to the referenced application. These comments are based on your request of September 29, 1990.

This review indicates that:

- All transportation issues identified in this Office's report of _____ have been adequately addressed.
- None of the transportation issues identified in this Office's report of _____ have been adequately addressed.
- Due to the limited time available between the receipt of this submission and the public hearing date(s), this Office is unable to provide an analysis of the revised application.
- The issue(s) that remain outstanding may be identified from the summary of this Office's report of _____ under item(s) _____.
- The subject site is not affected by amendments to the Transportation Plan adopted by the Board of Supervisors on August 6, 1990.

RLM/RLA: sb

cc: John Winfield, Deputy Director, Design Review, Department of Environmental Management

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara A. Byron, Director DATE: 08 OCT 1990
Zoning Evaluation Division, OCP

THRU: *Bruce G. Douglas*
Bruce G. Douglas, Chief
Environmental and Heritage Resources Branch, OCP

FROM: Connie Chitwood Crawford, Environmental Planner
Environmental and Heritage Resources Branch, OCP *CCW*

FILE NO.: CRAWFORD (192)

SUBJECT: ADDENDUM TO THE
ENVIRONMENTAL ASSESSMENT for: RZ 87-C-042
Fair Oaks Hospital
45-2 ((1)) 25pt

This environmental assessment includes citations from the Comprehensive Plan that establish environmental policy for this property.

COMPREHENSIVE PLAN CITATIONS:

Comprehensive Plan guidance is the basis for the evaluation of this application. The following citations have been determined to have relevance to the application property and the development proposal.

On pages 100-103 of the Policy Plan for Fairfax County (revised June, 1990), the Comprehensive Plan States the following:

*Objective 2: Prevent and reduce pollution of surface waters.

Policy c. Minimize the amount of impervious surface created as a result of development consistent with planned land uses.

Policy e. Preserve the integrity and the scenic and recreational value of stream valleys when locating and designing storm water detention and BMP facilities.

Policy f. Update erosion and sediment regulations and enforcement procedures as new technology becomes available. Minimization of grading shall be a preferred means of limiting erosion.

Policy g. Encourage, where practical and feasible, the retrofitting of storm water management ponds to become BMPs.

ADDENDUM
Page Two

Development proposals should implement best management practices to reduce runoff pollution. Preferred practices include; those which recharge groundwater when such recharge will not degrade groundwater quality, those which preserve as much natural open space as possible, and those which contribute to ecological diversity by the creation of wetlands. . . ."

On pages 109 to 112 of the Policy Plan for Fairfax County (revised June, 1990), the Comprehensive Plan states the following:

"It is desirable to conserve a portion of the County's land in a condition that is as close to a predevelopment state as is practical. A conserved network of different habitats can accommodate the needs of many scarce or sensitive plant and animal species. Natural open space also provides scenic variety within the County, and an attractive setting for and buffer between urban land uses. In addition, natural vegetation and stream valleys have some capacity to reduce air, water and noise pollution.

Objective 10: Identify, protect and enhance an integrated network of ecologically valuable land and surface waters for present and future residents of Fairfax County.

Policy a: For ecological resource conservation, identify, protect and restore an Environmental Quality Corridor system (EQC). (See Figure 11.) Lands may be included within the EQC system if they can achieve any of the following purposes:

- Habitat Quality: The land has a desirable or scarce habitat type, or one could be readily restored, or the land hosts a species of special interest.
- "Connectedness": This segment of open space could become a part of a corridor to facilitate the movement of wildlife.
- Aesthetics: This land could become part of a green belt separating land uses, providing passive recreational opportunities to people.
- Pollution Reduction Capabilities: Preservation of this land would result in significant reductions to nonpoint source water pollution, and/or, micro

ADDENDUM
Page Three

The core of the EQC system will be the County's stream valleys. Additions to the stream valleys should be selected to augment the habitats and buffers provided by the stream valleys, and to add representative elements of the landscapes that are not represented within stream valleys. The stream valley component of the EQC system shall include the following elements (See Figure 12):

- All 100 year flood plains as defined by the Zoning Ordinance;
- All areas of 15% or greater slopes adjacent to the flood plain, or if no flood plain is present, 15% or greater slopes that begin within 50 feet of the stream channel;
- All wetlands connected to the stream valleys; and
- All the land within a corridor defined by a boundary line which is 50 feet plus 4 additional feet for each % slope measured perpendicular to the stream bank. The % slope used in the calculation will be the average slope measured within 110 feet of a stream channel or, if a flood plain is present, between the flood plain boundary and a point fifty feet up slope from the flood plain. This measurement should be taken at fifty foot intervals beginning at the downstream boundary of any stream valley on or adjacent to a property under evaluation.

Modifications to the boundaries so delineated may be appropriate if the area designated does not benefit habitat quality, connectedness, aesthetics, or pollution reduction as described above. In addition, some intrusions that serve a public purpose such as unavoidable public infrastructure easements and rights of way are appropriate. Such intrusions should be minimized and occur perpendicular to the corridor's alignment, if practical.

Preservation should be achieved through dedication to the Fairfax County Park Authority, if such dedication is in the public interest. Otherwise, EQC land should remain in private ownership in separate undeveloped lots with appropriate commitments for preservation.

ADDENDUM
Page Four

The retention of environmental amenities on developed and developing sites is also important. The most visible of these amenities is the County's tree cover. It is possible to design new development in a manner that preserves some of the existing vegetation in landscape plans. It is also possible to restore lost vegetation through replanting. An aggressive urban forestry program could retain and restore meaningful amounts of the County's tree cover.

Objective 11: Conserve and restore tree cover on developed and developing sites. Provide tree cover on sites where it is absent prior to development.

Policy a: Protect or restore the maximum amount of tree cover on developed sites consistent with planned land use and good silvicultural practices.

Policy b: Require new tree plantings on developing sites which were not forested prior to development and on public rights of way."

BGD:CCC