

PROFFERS

POTOMAC DEVELOPMENT CORPORATION

RZ 2001-PR-012

July 16, 2001

Pursuant to Section 15.2-2303(A), Code of Virginia, 1950 as amended, the owner and Potomac Development Corporation (hereinafter referred to as the "Applicant"), for themselves, their successors and assigns in RZ 2001-PR-012, filed for property identified as Tax Map 49-3 ((1)) 72B, 72C, 73, 73A and 73D (hereinafter referred to as the "Application Property"), agrees to the following proffers, provided that the Board of Supervisors approves a rezoning of the Application Property to the C-6 and HC Districts, in conjunction with a Generalized Development Plan (GDP) for commercial development. These proffers shall replace and supersede all previous proffers accepted with regard to the Application Property.

1. GENERALIZED DEVELOPMENT PLAN

- a. Development of the Application Property shall be in substantial conformance with the GDP prepared by Walter L. Phillips, Incorporated consisting of two (2) sheets dated February 16, 2001 revised through June 28, 2001.
- b. Pursuant to Paragraph 5 of Section 18-204 of the Fairfax County Zoning Ordinance, (the "Ordinance") minor modifications from the GDP may be permitted as determined by the Zoning Administrator. The Applicant reserves the right to make minor adjustments to the internal lot lines and building footprints shown on the GDP without requiring approval of an amended GDP provided such changes are in substantial conformance with the GDP as determined by the Zoning Administrator, agents or assigns. Said minor modifications shall not decrease the amount or location of open space, the amount of parking, the amount of landscaping peripheral lot lines, points of access, or impair on-site vehicular circulation.
- c. Permitted uses on the Application Property shall be limited to a drive-in bank, a drive-through pharmacy and accessory uses as permitted by Article 10 of the Ordinance. Other uses permitted by right in the C-6 District may be permitted subject to a determination by the Zoning Administrator, agents or assigns, that such uses(s) is in substantial conformance with the GDP, and specifically addressing parking, on-site vehicular circulation, and trip generation.

2. TRANSPORTATION

- a. Subject to Virginia Department of Transportation ("VDOT") and Department of Public Works and Environmental Services (DPWES) approval, the Applicant shall dedicate and

convey in fee simple to the Board of Supervisors right-of-way up to a width of ninety-seven (97) feet from the existing centerline of Lee Highway (Route 29) along the Application Property's frontage as shown on the GDP together with any ancillary easements requested by VDOT that do not prevent development of the Application Property in substantial conformance with that proffered. Such dedication shall be made at time of final site plan approval or upon demand from either DPWES or VDOT, whichever occurs first.

- b. Subject to VDOT and DPWES approval, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors right-of-way up to a width of fifty-seven (57) feet from the existing centerline of Prosperity Avenue (Route 699) along the Application Property's frontage as shown on the GDP together with any ancillary easements requested by VDOT that do not prevent development of the Application Property in substantial conformance with that proffered. Such dedication shall be made at time of final site plan approval or upon demand from either DPWES or VDOT, whichever occurs first.
- c. Subject to VDOT and DPWES approval, the Applicant shall dedicate and convey in fee simple to the Board of Supervisors right-of-way up to a width of thirty-five (35) feet from the existing centerline of Hilltop Road (Route 744) along the Application Property's frontage as shown on the GDP together with any ancillary easements requested by VDOT that do not prevent development of the Application Property in substantial conformance with that proffered. Such dedication shall be made at time of final site plan approval or upon demand from either DPWES or VDOT, whichever occurs first.
- d. Subject to VDOT and DPWES approval, the Applicant shall construct Hilltop Road improvements along the Application Property's frontage measuring twenty-six (26) feet from centerline (eastbound half section), within the dedicated right-of-way as shown on the GDP.
- e. Density credit shall be reserved as may be permitted by the provisions of Paragraph 4 of Section 2-308 of the Ordinance for all eligible dedications described herein or as may be reasonably required by Fairfax County or VDOT at time of site plan approval.
- f. Subject to VDOT approval, Applicant shall retain an interim thirty (30) foot entrance to the existing service drive parallel to Lee Highway (Route 29). At such time as Lee Highway is widened to a six lane divided section, Applicant may construct a right-in only entrance as shown on the entrance detail on the GDP, subject to VDOT approval. Applicant shall record an interparcel access easement to Tax Map 49-3 ((1)) 143 as generally shown on the GDP.
- g. Prior to the issuance of a Non-Residential Use Permit (Non-RUP), Applicant shall construct an eight (8) foot wide asphalt trail along Lee Highway as shown on the GDP. Public access easements shall be granted.

- h. Prior to the issuance of a Non-RUP, Applicant shall construct a six (6) foot concrete sidewalk along Prosperity Avenue and Hilltop Road as shown on the GDP. Public access easements shall be granted.
- i. Prior to the issuance of a Non-RUP, Applicant shall install brick pavers to facilitate pedestrian access on the Application Property as shown on the GDP.
- j. At time of site plan approval, Applicant shall escrow the sum of thirteen thousand dollars (\$13,000.00) with the DPWES for the future construction of Dorr Avenue.
- k. Subject to VDOT approval, Applicant reserves the right to install signs within that area dedicated for improvements to Lee Highway (Route 29). Signs shall be removed within thirty (30) days of demand by either Fairfax County and/or VDOT. Applicant shall be solely responsible for construction, maintenance, removal, and relocation of signs.

3. STORMWATER MANAGEMENT -

Applicant shall provide stormwater management (SWM) and Best Management Practices (BMPs) for the Application Property in accordance with the requirements of the Public Facilities Manual and Chesapeake Bay Preservation Ordinance as shown on the GDP.

4. LANDSCAPING AND OPEN SPACE -

- a. The Applicant shall provide an eight (8) foot wide planting strip and a six (6) foot wide planting strip with trees spaced at approximately forty (40) feet on center along the Application Property's Lee Highway's frontage as shown on the GDP.
- b. The Applicant shall provide two six (6) foot wide planting strips with trees spaced at approximately thirty (30) feet on center along the Application Property's Prosperity Road frontage as shown on the GDP.
- c. The Applicant shall provide an eight (8) foot wide planting strip, including a two (2) foot wide refuge strip next to the curb, and a six (6) foot wide planting strip with trees spaced at approximately thirty (30) feet on center along the Application Property's Hilltop Road frontage as shown on the GDP.
- d. The Applicant shall maintain all landscaping on the Application Property and within adjacent dedicated right-of-way, as shown on the GDP.
- e. Applicant shall provide a "mini-park" on the Application Property as shown on the GDP. Amenities may include, but not be limited to: benches, trash receptacles, accent lighting,

public art, exercise area, and landscaping. Notwithstanding Note 19 on the GDP, there shall be no minimum expenditure of funds on said amenities.

- f. Applicant shall contribute the sum of Ten thousand dollars (\$10,000.00) at site plan approval to the Fairfax County Park Authority for recreational improvements in a nearby park or acquisition of parkland in the Merrifield area.
- g. All deciduous trees planted on the Application Property shall be a minimum of three (3) inches in caliper.
- h. Applicant shall incorporate ornamental shrubs, ground cover, flowering plants, grasses, and foundation plantings in the landscape plan prepared for the Application Property and submitted with the site plan, subject to the approval of the Urban Forester.
- i. Applicant shall escrow the sum of Two thousand dollars (\$2,000.00) with DPWES at time of site plan approval for landscaping to be installed in the median of Lee Highway (Route 29) parallel to the Application Property.

5. **DESIGN-**

- a. Applicant shall construct the proposed pharmacy of masonry materials and as conceptually shown on the elevation attached hereto as Exhibit A. The exterior of the drive-through pharmacy, specifically building materials and façade treatment, shall be architecturally compatible with the existing bank building. Photographs of the bank building shall be submitted to DPWES, concurrent with building plan submission, to allow the Director of DPWES to make a determination regarding compatibility.
- b. Parking lot lighting shall be full cut-off, shielded downward directed and shall not exceed sixteen (16) feet.
- c. All proposed utilities shall be relocated underground in accordance with the Public Facilities Manual. Final locations to be determined at time of site plan approval.
- d. Signs shall be provided in accordance with Article 12 of the Ordinance. Freestanding signs shall be permitted as shown on the GDP and as conceptually shown on attached Exhibits B and C. The free standing sign on Lee Highway shall be a maximum of fifteen feet (15) in height with a maximum of sign area of seventy (70) square feet. Brick and/or masonry materials shall be utilized, and foundation planting shall be provided at the base of the sign. Notwithstanding the graphic shown on the GDP, a monument sign shall be located on Prosperity Avenue. The monument sign on Prosperity Avenue shall be a maximum height of eight (8) feet, and shall utilize brick and/or masonry materials. All signs installed on the

Application Property shall be unified in theme, design, and color exclusive of corporate and/or business logos.

6. MISCELLANEOUS -

- a. These proffers shall bind and inure to the benefit of the Applicant and his or her successors and assigns.
- b. These proffers may be executed in one or more counterparts each of which when so executed and delivered shall be deemed an original document and all of which taken together shall constitute but one and the same instrument.
- c. All improvements described herein shall be constructed concurrent with development of the Application Property.

[SIGNATURES BEGIN ON NEXT PAGE]

APPLICANT/CONTRACT PURCHASER

POTOMAC DEVELOPMENT
CORPORATION

By:  _____

Name: JOSEPH A. CAPUTO

Title: VICE PRESIDENT

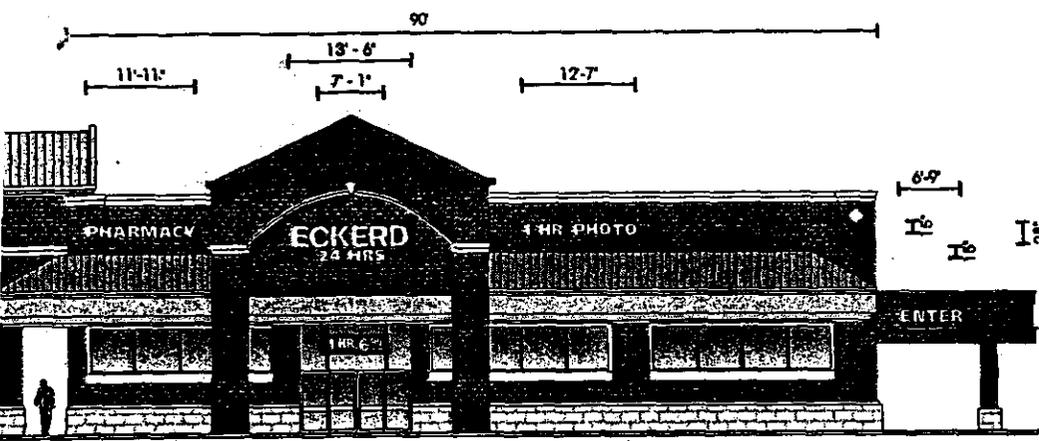
TITLE OWNER

SOUTHERN FINANCIAL BANK

By: David M. Goldman

Name: DAVID M. GOLDMAN

Title: SENIOR VICE PRESIDENT

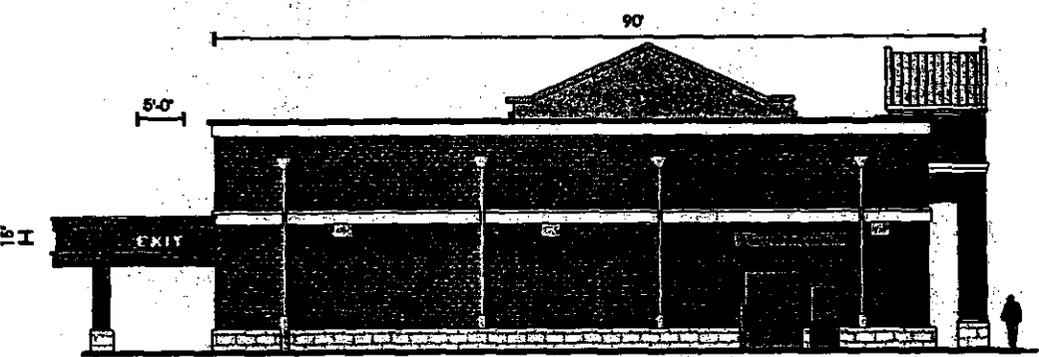


FRONT ELEVATION

3/64" = 1'-0"

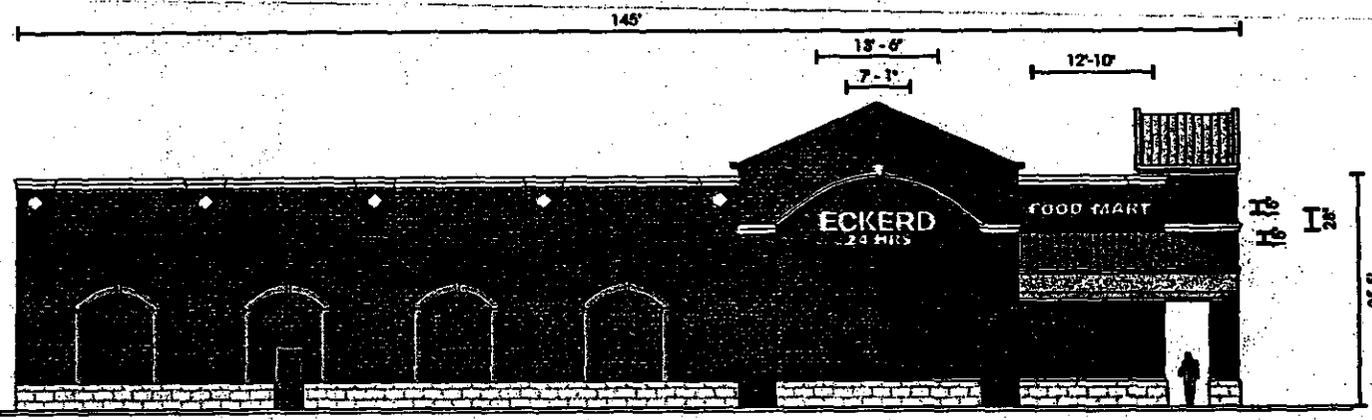
SQUARE FOOTAGE	
FRONT ELEVATION	76.3
REAR ELEVATION	0
LEFT ELEVATION	61.7
RIGHT ELEVATION	0
TOTAL SQ. FT.	138

NOTE: SQUARE FOOTAGE TOTAL DOES NOT INCLUDE 15' ENTER & EXIT LETTERS (14.8 SQ. FT.)



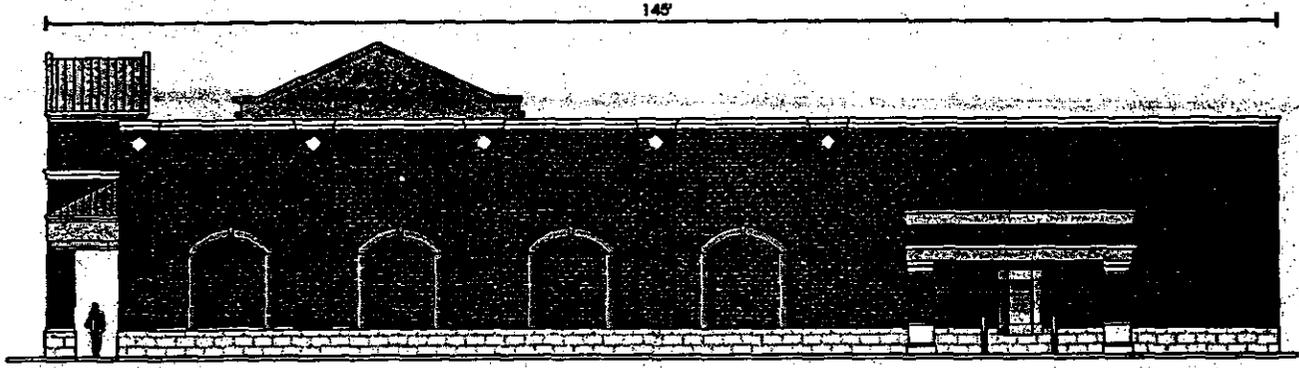
REAR ELEVATION

3/64" = 1'-0"



LEFT ELEVATION

3/64" = 1'-0"



RIGHT ELEVATION

3/64" = 1'-0"



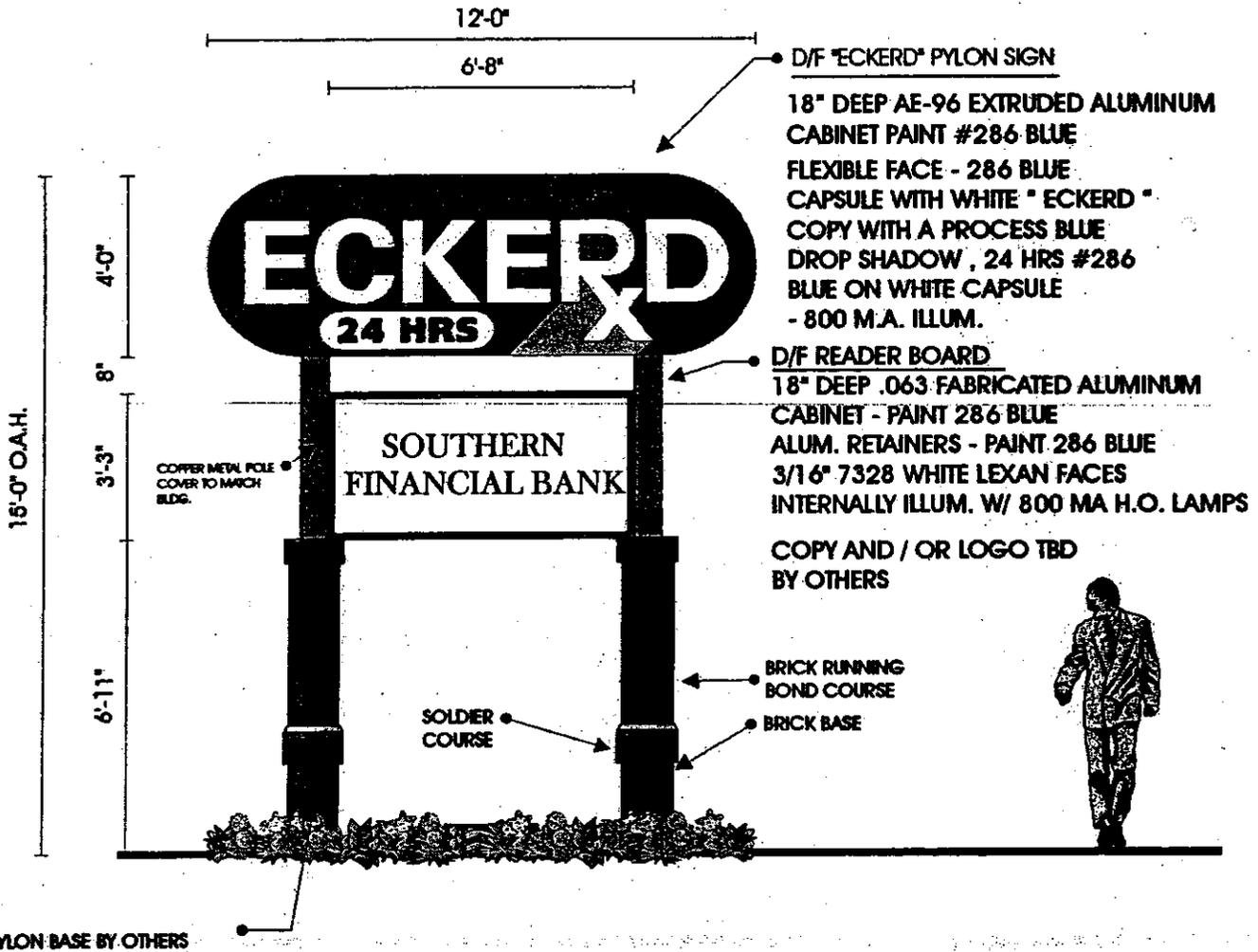
#8216
MERRIFIELD, VA



MM 6-6-01

Exhibit A

SQUARE FOOTAGE	
4'-0" x 12'-0" CABINET	48
READER BD. CABINET	22
TOTAL SQ. FT.	70



D/F ELEVATION 1/4" = 1'-0"

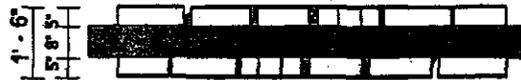
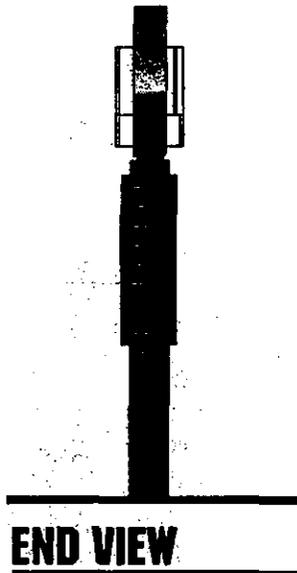
EXHIBIT

tabbety

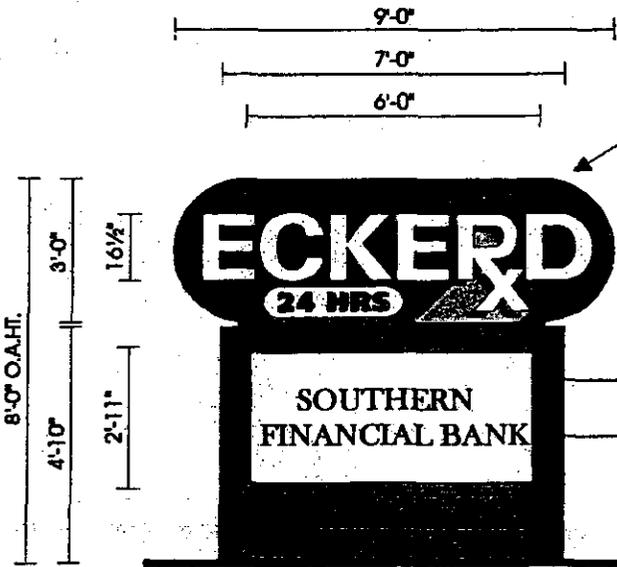
B



SQUARE FOOTAGE	
3'-0" x 9'-0" CABINET	27
READER BD. CABINET	22
TOTAL SQ. FT.	49



TOP VIEW



D/F ELEVATION

1/4" = 1'-0"

MANUFACTURE & INSTALL (1) D/F MONUMENT SIGN:

- (2) SETS CHANNEL LETTERS 5" DEEP .050 ALUM. RETURNS - PAINT WHITE - #7328 WHITE PLEX FACES (1/8" THK.) W/ WHITE 3/4" TRIM CAP
- 12 MM 6500⁰ WHITE NEON ILLUM. (30 MA) .080 ALUM. PAN-TYPE FACES W/ FABRICATED 8" DEEP .080 ALUM. FILLER - PL.M. #286 BLUE PROCESS BLUE VINYL DROPSHADE APPLIED WHITE VINYL CAPSULE W/ #286 BLUE VINYL COPY READING "24 HRS" REMOTE TRANSFORMER INSIDE CABINET

BRICK BASE BY OTHERS

- AE-91 ALUMINUM RETAINERS - PAINT 286 BLUE 3/16" THICK CLEAR LEXAN FACES W/ 3635-30 WHITE DIFFUSER BACKGROUND "SOUTHERN FINANCIAL BANK" COLOR AND COPY TO BE DETERMINED BY OTHERS INTERNALLY ILLUM. W/ 800 MA H.O. LAMPS

5" DIA. STD. STEEL PIPE SUPPORT INSIDE CABINET

1'-6" DIA. X 4'-0" DEEP CONCRETE PIER FOUNDATION

THIS PRODUCT SHALL BEAR AN UNDERWRITERS LABORATORIES (U.L.) LABEL



#8216
MERRIFIELD, VA



M.W. 6-28-01

5 x 1 1/2 C

SITE TABLE

LOT AREA OF 2.5 AC.
 ZONING DISTRICT: R-1
 1.5000' x 1.6200' x 1.3800' x 1.5200'

LAND USE AND DEVELOPMENT: PHARMACY WITH DRIVE-THRU / FINANCIAL BANK
 NUMBER OF UNITS: 1
 TOTAL AREA OF DRIVE-THRU: 1.5000' x 1.6200' x 1.3800' x 1.5200'
 TOTAL AREA OF FINANCIAL BANK: 1.0000' x 1.0000' x 1.0000' x 1.0000'
 TOTAL AREA OF DRIVE-THRU AND FINANCIAL BANK: 2.5000' x 2.5000' x 2.5000' x 2.5000'

VARIANCE REQUESTED:

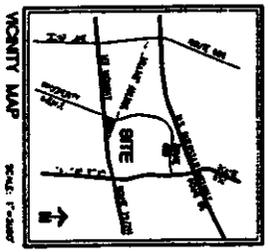
1. VARIANCE TO ZONING DISTRICT FROM R-1 TO R-2
 2. VARIANCE TO LOT AREA FROM 2.5 AC. TO 1.5 AC.
 3. VARIANCE TO DRIVE-THRU AREA FROM 1.5 AC. TO 1.0 AC.

GENERAL NOTES:

1. THE PROPERTY IS LOCATED ON THE EAST SIDE OF PROPERTY AVENUE (ROUTE 600) AND THE SOUTH SIDE OF HILTOP ROAD (ROUTE 714).
2. THE PROPERTY IS ZONED R-1 (RESIDENTIAL SINGLE-FAMILY).
3. THE PROPOSED DEVELOPMENT IS A PHARMACY WITH DRIVE-THRU AND FINANCIAL BANK.
4. THE PROPOSED DEVELOPMENT IS IN CONFORMANCE WITH THE ZONING ORDINANCE, EXCEPT FOR THE VARIANCES REQUESTED.
5. THE PROPOSED DEVELOPMENT IS IN CONFORMANCE WITH THE ZONING ORDINANCE, EXCEPT FOR THE VARIANCES REQUESTED.
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18. THE PROPOSED DEVELOPMENT IS IN CONFORMANCE WITH THE ZONING ORDINANCE, EXCEPT FOR THE VARIANCES REQUESTED.
19. THE PROPOSED DEVELOPMENT IS IN CONFORMANCE WITH THE ZONING ORDINANCE, EXCEPT FOR THE VARIANCES REQUESTED.
20. THE PROPOSED DEVELOPMENT IS IN CONFORMANCE WITH THE ZONING ORDINANCE, EXCEPT FOR THE VARIANCES REQUESTED.

ZONING TABLE:

USE	MINIMUM LOT AREA	MINIMUM FRONT SETBACK	MINIMUM SIDE SETBACK	MINIMUM REAR SETBACK	MAXIMUM BUILDING HEIGHT	MAXIMUM BUILDING AREA	MAXIMUM DRIVE-THRU AREA
RESIDENTIAL SINGLE-FAMILY (R-1)	1.5000 AC.	10 FT.	5 FT.	5 FT.	35 FT.	10,000 SQ. FT.	1.0000 AC.
RESIDENTIAL MEDIUM-DENSITY (R-2)	1.0000 AC.	10 FT.	5 FT.	5 FT.	35 FT.	10,000 SQ. FT.	1.0000 AC.
RESIDENTIAL HIGH-DENSITY (R-3)	0.5000 AC.	10 FT.	5 FT.	5 FT.	35 FT.	10,000 SQ. FT.	1.0000 AC.
COMMERCIAL GENERAL (C-1)	1.0000 AC.	10 FT.	5 FT.	5 FT.	35 FT.	10,000 SQ. FT.	1.0000 AC.
COMMERCIAL GENERAL (C-2)	0.5000 AC.	10 FT.	5 FT.	5 FT.	35 FT.	10,000 SQ. FT.	1.0000 AC.
COMMERCIAL GENERAL (C-3)	0.2500 AC.	10 FT.	5 FT.	5 FT.	35 FT.	10,000 SQ. FT.	1.0000 AC.



CLIENT TABLE

CLIENT NAME	ADDRESS	PHONE	DATE
LEE HIGHWAY ROUTE 28/210	1.5000' x 1.6200' x 1.3800' x 1.5200'	1.5000' x 1.6200' x 1.3800' x 1.5200'	1.5000' x 1.6200' x 1.3800' x 1.5200'

