

PROFFERS

**Bell Group General Partnership
RZ 2011-LE-020**

September 13, 2011

Pursuant to Section 15.2-2303(a) of the Code of Virginia, 1950, as amended, the property owners and Applicant in this Rezoning proffer that the development of the parcels under consideration and shown on the Fairfax County Tax Maps as Tax Map Reference No. 81-2((3))26A and Tax Map Reference No. 81-2((3)) 28 (hereinafter referred to as the "Property") will be in accordance with the following conditions if, and only if, said rezoning request for the I-4 District are granted by the Board of Supervisors of Fairfax County, Virginia (the "Board"). In the event said application requests are denied or the Board's approval is overturned by a court of competent jurisdiction, these proffers shall be null and void. The Owners and the Applicant ("Applicant"), for themselves, their successors and assigns, agree that these proffers shall be binding on the future development of the Property unless modified, waived or rescinded in the future by the Board, in accordance with applicable County and State statutory procedures.

GENERAL

1. Substantial Conformance. Subject to the proffers and the provisions of Article 18 of the Zoning Ordinance, under which minor modifications to an approved development plan are permitted, development of the Property shall be in substantial conformance with the Generalized Development Plan ("GDP"); prepared by Smith Engineering, and dated June 28, 2011 as revised through September 12, 2011.

2. Permitted Uses. Permitted Uses pursuant to Section 5-402 of the Zoning Ordinance shall be limited to: Contractor's Offices and Shops.

TRANSPORTATION

3. Dedication for Oakwood Road. Prior to the issuance of the first Non-Residential Use Permit (Non-RUP), the Applicant shall dedicate and convey in fee simple to the Board the right-of-way as generally shown on the GDP.

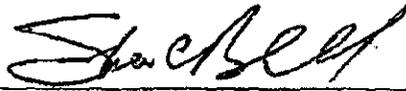
STORMWATER MANAGEMENT

4. Stormwater Management ("SWM") and Best Management Practices (BMP") Facilities. SWM and BMP facilities shall be provided on-site in accordance with the Public Facilities Manual unless waived. If waived, a rain barrel shall be strategically placed under all down spouts to capture the maximum amount of roof stormwater runoff at each building located on the Property.

5. Successors and Assigns. These proffers shall bind and inure to the benefit of the Applicant and its successors and assigns. Each reference to "Applicant" in these proffers shall include and be binding upon the Applicant's successor(s) in interest and/or developer(s) of any portion of the Property.

6. Counterparts. These proffers may be executed in one or more counterparts, each of which when so executed shall be deemed an original document and all when taken together shall constitute but one and the same instrument.

Bell Group General Partnership
Applicant/Title Owner of TM 81-2((3)) 28

By: 
Steven C. Bell, General Partner

TITLE OWNERS/TM 81-2((3)) 26A

Chao Qiu Wu

Chao Qiu Wu

Cui May Nie

Cui May Nie