RESTON LAND CORPORATION

Reston Town Center

A. PCA 85-C-088 (Property A)

B. PCA 86-C-121 (Property B)

C. RZ 89-C-025 (Property C)

D. PCA 86-C-119 (Property D)

Dated: September 20, 1989

Pursuant to Section 15.1-491 (a) of the Code of Virginia (1950, as amended) and Section 18-203 of the Zoning Ordinance of Fairfax County (1978, as amended), the property owner and Applicant, for itself and its successors or assigns (hereinafter collectively referred to as the "Applicant") proffer that the development of the parcels under consideration, (a) shown on Fairfax County Tax Map 17-1-((1)), part of parcel 3, 12B, part of parcel 12C, 12E, 12F, 17-2-((1))-11E and 17-3-((1))-3A, 3B, 3C (hereinafter collectively referred to as "Property A"); (b) shown on Fairfax County Tax Map 17-1-((1)), part of parcel 3, part of parcel 12C, 17-2-((1))-11 and 17-3-((1))-1, 2, 2C, 3, 4, part of parcel 5, 5C, 5D, 5G, 6, 7, 14, 15 (hereinafter collectively referred to as "Property B"); (c) shown on Fairfax County Tax Map 17-1-((1)), part of parcel 3 (hereinafter collectively referred to as "Property C"); and (d) shown on Fairfax County Tax Map 17-3-((1))-4B, part of parcel 5, 5B, 5E, 5H and 29 (hereinafter referred to as "Property D"), will be in accordance with the following conditions:

1. The Applicant reconfirms its commitment to the proffers associated with RZ 85-C-088, RZ 86-C-118 (now labelled RZ 89-C-025), RZ 86-C-119 and RZ-86-C-121.

2. The Applicant confirms that all of the property previously associated with RZ 86-C-118 has been incorporated into and included within RZ 89-C-025 (Property C).

3. The development of Property C shall be in accordance with the Development Plan/Rezoning Plat dated February 1989, prepared by Urban Engineering & Associates, Inc. and included as part of RZ 89-C-025.

RESTON LAND CORPORATION

By: _____
Name: James Cleveland
Title: President

RESTON TOWN CENTER PHASE I
ASSOCIATES

By RESTON HS ASSOCIATES,
General Partner

By: _____
Name: Kenneth A. Himmel
Title: Managing Partner

By RESTON TOWN CENTER, INC.,
General Partner

By: _____
Name:
Title: EXECUTIVE VICE-PRESIDENT

MULLIGAN/GRIFFIN ASSOCIATES

By: _____
Name: Charles A. Salcetti
Title: President

Optionee

Pursuant to Section 15.1-491(a) of the Code of Virginia (1950, as amended) and Section 18-203 of the Zoning Ordinance of Fairfax County (1978, as amended), the undersigned optionee, for itself and its successors or assigns (hereinafter referred to as "Centennial") confirms its commitment to the proffers that govern the development of that part of the parcels under consideration, of which Centennial is optionee, shown on Fairfax County Tax Map 17-3((1)), Parcels 1 and 2C (portion of Property B).

CENTENNIAL DEVELOPMENT CORPORATION

By:
Name: Pete T. Scamardo 8/2/89
Title: President

CONTRACT PURCHASER

Pursuant to Section 15.1-491 (a) of the Code of Virginia (1950, as amended) and Section 18-203 of the Zoning Ordinance of Fairfax County (1978, as amended), the undersigned Contract Purchaser, for itself and its successors or assigns (hereinafter referred to as "TC Residential Virginia, Inc.") to the extent it acquires the property described below, confirms its commitment to the proffers that govern the development of that part of the parcels under consideration, of which TC Residential Virginia, Inc. is Contract Purchaser, shown on Fairfax County Tax Map 17-1-((1)), portion of Parcel 3 (portion of Property A).

BY: _____
NAME: MARK L. WESHINSKEY
TITLE: VICE PRESIDENT
TC RESIDENTIAL VIRGINIA, INC.