

REZONING AFFIDAVIT

DATE: October 18, 2012
(enter date affidavit is notarized)

I, John C. McGranahan, Jr., 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

112949d

in Application No.(s): RZ 2011-PR-023
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Cityline Partners LLC(1) Agents: Michael R. Pedulla William C. Helm Thomas D. Fleury Keith S. Turner Tasso N. Flocos	1651 Old Meadow Road, Suite 650 Tysons Corner, VA 22102	Applicant and Agent for Title Owners
Franklin 7903 Westpark LLC(5) Agents: Michael R. Pedulla William C. Helm Thomas D. Fleury	1651 Old Meadow Road, Suite 650 Tysons Corner, VA 22102	Title Owner of Parcel 29-4-((7))-1
Grayson 7913 Westpark LLC(6) Agents: Michael R. Pedulla William C. Helm Thomas D. Fleury	1651 Old Meadow Road, Suite 650 Tysons Corner, VA 22102	Title Owner of Parcel 29-4-((7))-2

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

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

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

Rezoning Attachment to Par. 1(a)

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for Application No. (s): RZ 2011-PR-023
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(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Hanover R.S. Limited Partnership(14) Agents: Adam S. Harbin Kathy K. Binford John H. Nash John C. Garibaldi Howard E. Dyer-Smith John Stephen Luna Thomas J. Denney Thomas D. Knutson F. Charles LeBlanc Kristen L. Gates Aaron J. Wilke	5847 San Felipe, Suite 3600 Houston, TX 77057	Contract Purchaser of Parcels 29-4-((7))-1 and 29-4-((7))-2(part)
Campbell-Scott Westpark LLC(7) Agents: Michael R. Pedulla William C. Helm Thomas D. Fleury	1651 Old Meadow Road, Suite 650 Tysons Corner, VA 22102	Title Owner of Parcel 29-4-((7))-3
Essex 7929 Westpark LLC(8) Agents: Michael R. Pedulla William C. Helm Thomas D. Fleury	1651 Old Meadow Road, Suite 650 Tysons Corner, VA 22102	Title Owner of Parcel 29-4-((7))-9
Frederick 8003 Westpark LLC(9) Agents: Michael R. Pedulla William C. Helm Thomas D. Fleury	1651 Old Meadow Road, Suite 650 Tysons Corner, VA 22102	Title Owner of Parcel 29-4-((7))-10
Home Properties Tysons, LLC(19) Agent: Ruth Uchiyama Hoang Donald R. Hague	850 Clinton Square Rochester, NY 14604	Contract Purchaser of Parcel 29-4-((7))-10
Fairfax County Board of Supervisors, a body Politic with no shareholders Agent: Edward L. Long, Jr., County Executive, or his successors in office	12000 Government Center Parkway, Suite 530 Fairfax, VA 22035	Title Owner of approximately 3,428 square feet of Westbranch Drive Right-of-Way

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

Rezoning Attachment to Par. 1(a)

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NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
AMT - The Association For Manufacturing Technology(22) Agents: Douglas K. Woods Jeffrey H. Traver Linda G. Montfort	7901 Westpark Drive McLean, VA 22102	Title Owner of Parcel 29-4-((7))-5A
Hunton & Williams LLP(23)	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Attorneys/Agents for Applicant
John C. McGranahan, Jr. Francis A. McDermott Nicholas H. Grainger	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Attorneys/Agents for Applicant
Elaine O'Flaherty Cox	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Planner/Agent for Applicant
Jeannie A. Mathews	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Paralegal/Agent for Applicant
Bowman Consulting Group, Ltd.(24) Agents: Gary P. Bowman Matthew J. Tauscher Donald H. Hughes Brice R. Kutch Jessica L. Fleming Robert S. Devenney	14020 Thunderbolt Place, Suite 300 Chantilly, VA 20151	Engineers/Agents for Applicant
WDG Architecture, PLLC(25) Agents: Frederick B. Hammann II Sungjin Cho (nmi) Malcolm Durwood Dixon James Nicholas Anderson	1025 Connecticut Avenue, N.W., Suite 300 Washington, DC 20036	Architects/Agents for Applicant

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

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NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
M. J. Wells & Associates, Inc.(26) Agents: Robin L. Antonucci Terence J. Miller Kevin R. Fellin William F. Johnson Courtney J. Menjivar Justin B. Schor Jami L. Milanovich John F. Cavan IV	1420 Spring Hill Road, Suite 600 McLean, VA 22102	Traffic Consultants/Agents for Applicant
Parker Rodriguez, Inc.(27) Agents: Trini M. Rodriguez Craig A. McClure Alit J. Balk	101 N. Union Street, Suite 320 Alexandria, VA 22314-3002	Landscape Architects/Agents for Applicant
Dewberry & Davis LLC(28) Agent: Timothy L. Belcher Gary W. Kirkbride	8401 Arlington Boulevard Fairfax, VA 22031	Traffic Engineers/Agents for Applicant
Shalom Baranes Associates, P.C.(30) Agents: S. Shalom Baranes Robert M. Sponseller Juan I. Tampe Hyojin Yi (nmi) Ekachai Pattamasattayasonthi (nmi)	3299 K Street, N.W., Suite 400 Washington, DC 20007	Architects for Home Properties Tysons, LLC
Cooley LLP(31) Agents: Antonio J. Calabrese Mark C. Looney Colleen P. Gillis Snow Jill S. Parks Brian J. Winterhalter Shane M. Murphy Jeffrey A. Nein Ben I. Wales Molly M. Novotny	One Freedom Square, Reston Town Center 11951 Freedom Drive, Suite 1500 Reston, VA 20190	Attorneys/Agents for AMT - The Association for Manufacturing Technology

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

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NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Walter L. Phillips, Inc.(32) Agents: Jeffrey J. Stuchel William H. Prodo Monica R. Westgate Aaron M. Vinson	207 Park Avenue Falls Church, VA 22046	Engineers/Agents for AMT - The Association for Manufacturing Technology
Kishimoto Gordon Dalaya, PC(33) Agents: Manoj V. Dalaya Stephen M. Zuber (former) Wynne K. Shafer Estrella Amador-Bernal Suttiruck Wongsawan (nmi) Henry C. Mahns	1300 Wilson Boulevard, Suite 250 Rosslyn, VA 22209	Architect/Agent for AMT - The Association for Manufacturing Technology
Aon Fire Protection Engineering Corporation(34) Agents: David P. Wilmot Jennifer M. Zaworski	6305 Ivy Lane, Suite 220 Greenbelt, MD 20770	Code Compliance Consultant/Agent for Home Properties Tysons, LLC
ARUP USA, Inc.(36) Agents: John E. Mahoney Matthew W. Davy	1120 Connecticut Avenue, N.W., Suite 200 Washington, DC 20036	Code Compliance Consultant/Agent for Applicant

(check if applicable)

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

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

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES,** and **REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

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

(1) Cityline Partners LLC
1651 Old Meadow Road, Suite 650
Tysons Corner, 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 SHAREHOLDERS: (enter first name, middle initial, and last name)

MEMBER:
RECP IV Tysons Cityline Holdco LLC(2)

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

Michael R. Pedulla, Co-President	Eric R. Maggio, Senior VP & CFO
William C. Helm, Co-President	Keith S. Turner, VP
Donna P. Shafer, Executive VP	Tasso N. Flocos, Senior VP
Thomas D. Fleury, Executive VP	

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

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)

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

(2)RECP IV Tysons Cityline Holdco LLC
590 Madison Avenue, 8th Floor
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

MEMBERS:
DLJ Real Estate Capital Partners IV, L.P.(3)
RECP IV Co-Investors A, LP (owns less than 10% of Cityline Partners LLC)

=====

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

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

Michael R. Pedulla, Executive VP
William C. Helm, Executive VP

=====

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

(4)Credit Suisse Group AG
Paradeplatz 8
Zurich, 8070 Switzerland

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly traded in Switzerland (SIX) and as American Depositary Shares (CS) in New York (NYSE)

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

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

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

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
(5)Franklin 7903 Westpark LLC
1651 Old Meadow Road, Suite 650
Tysons Corner, 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 SHAREHOLDER: (enter first name, middle initial, and last name)
MEMBERS:
RECP IV WG Land Investors LLC(10)
Cityline Executive Investors LLC(12)
RECP IV WG Land Co-Investor A LLC (13)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)
Michael R. Pedulla, Executive VP
William C. Helm, Executive VP
Thomas J. Scott, Secretary

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
(6)Grayson 7913 Westpark LLC
1651 Old Meadow Road, Suite 650
Tysons Corner, 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, and last name)
MEMBERS:
RECP IV WG Land Investors LLC(10)
Cityline Executive Investors LLC(12)
RECP IV WG Land Co-Investor A LLC (13)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)
Michael R. Pedulla, Executive VP
William C. Helm, Executive VP
Thomas J. Scott, Secretary

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

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

(7)Campbell-Scott Westpark LLC
1651 Old Meadow Road, Suite 650
Tysons Corner, 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 SHAREHOLDER: (enter first name, middle initial, and last name)

MEMBERS:
RECP IV WG Land Investors LLC(10)
Cityline Executive Investors LLC(12)
RECP IV WG Land Co-Investor A LLC (13)

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

Michael R. Pedulla, Executive VP
William C. Helm, Executive VP
Thomas J. Scott, Secretary

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

(8)Essex 7929 Westpark LLC
1651 Old Meadow Road, Suite 650
Tysons Corner, 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, and last name)

MEMBERS:
RECP IV WG Land Investors LLC(10)
Cityline Executive Investors LLC(12)
RECP IV WG Land Co-Investor A LLC (13)

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

Michael R. Pedulla, Executive VP
William C. Helm, Executive VP
Thomas J. Scott, Secretary

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

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

(9)Frederick 8003 Westpark LLC
1651 Old Meadow Road, Suite 650
Tysons Corner, 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 SHAREHOLDER: (enter first name, middle initial, and last name)

MEMBERS:
RECP IV WG Land Investors LLC(10)
Cityline Executive Investors LLC(12)
RECP IV WG Land Co-Investor A LLC (13)

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

Michael R. Pedulla, Executive VP
William C. Helm, Executive VP
Thomas J. Scott, Secretary

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

(10)RECP IV WG Land Investors LLC
590 Madison Avenue, 8th Floor
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

RECP IV Tysons Land Investor Holdco LLC (11)

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

President, Vice-President, Secretary, Treasurer, etc.)
Michael R. Pedulla, Executive VP
William C. Helm, Executive VP

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

(11)RECP IV Tysons Land Investor Holdco LLC
590 Madison Avenue, 8th Floor
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

MEMBERS:

DLJ Real Estate Capital Partners IV, L.P.(3)
RECP IV Co-Investors A, LP (owns less than 10% of Franklin 7903 Westpark LLC, Grayson 7913 Westpark LLC, Campbell-Scott Westpark LLC, Essex 7929 Westpark LLC and Frederick 8003 Westpark LLC)

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

Michael R. Pedulla, Executive VP
William C. Helm, Executive VP

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

(12)Cityline Executive Investors LLC
590 Madison Avenue, 8th Floor
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

MANAGER: RECP IV WG Land Investors LLC(10)

MEMBERS: Thomas D. Fleury Eric R. Maggio
 Tasso N. Flocos Donna P. Shafer

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

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

(13)RECP IV WG Land Co-Investor A LLC
590 Madison Avenue, 8th Floor
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

RECP IV Co-Investors A, LP (owns less than 10% of Franklin 7903 Westpark LLC, Grayson 7913 Westpark LLC, Campbell-Scott Westpark LLC, Essex 7929 Westpark LLC and Frederick 8003 Westpark LLC)

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

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

Michael R. Pedulla, Executive VP
William C. Helm, Executive VP

=====

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

(15)THC Capital G.P. LLC
5847 San Felipe, Suite 3600
Houston, TX 77057

DESCRIPTION OF CORPORATION: (check one statement)

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

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

J. Murry Bowden, Managing Member
Jeb M. Bowden, Member
Brandt C. Bowden, Member

=====

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

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

J. Murry Bowden, Chair/CEO	Richard B. Westnedge, CFO/Treas	Timothy B. Ellwood, Gen Counsel
John H. Nash, President	Brandt C. Bowden, EVP	Carrie B. Cavalier, Asst Gen Counsel
John C. Garibaldi, EVP	Jeb M. Bowden, EVP	Fernando A. Nasmyth, VP
Kathy K. Binford, VP/Sec	Howard E. Dyer-Smith, EVP	Judi L. Hopper, VP/CAO

(Continued)

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(15)THC Capital G.P. LLC (Continued)
5847 San Felipe, Suite 3600
Houston, TX 77057

DESCRIPTION OF CORPORATION: (check one statement)

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

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

J. Murry Bowden, Managing Member
Jeb M. Bowden, Member
Brandt C. Bowden, Member

=====

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

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

Jeffrey A. Pierce, VP	Timothy C. Bolton, Div VP	Shirley Banks Robinson, Asst VP/Asst Sec	Earl J. Smalley, Asst VP
Allen J. Cortez, Jr., VP	Thomas J. Denney, Jr., Div VP	Michele I. Hallimore, Asst. Treas/Cont.	
John P. Buchanan, VP	Mark N. Wood, Div VP	Colleen E. Cummings, Risk Mgmt Director	

=====

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

INTENTIONALLY LEFT BLANK

DESCRIPTION OF CORPORATION: (check one statement)

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

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

=====

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

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

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(18)Metropolitan Life Insurance Company
10 Park Avenue
Morristown, NJ 07960

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly traded on the NYSE

=====

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

=====

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

(19)Home Properties Tysons, LLC
850 Clinton Square
Rochester, NY 14604

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Home Properties, L.P.(20)

=====

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

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(21)Home Properties, Inc.
850 Clinton Square
Rochester, NY 14604

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly traded

=====

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

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

Edward J. Pettinella, Pres/CEO	Scott A. Doyle, SVP	Lisa M. Critchley, SVP	Christopher J. Berson, VP
David P. Gardner, EVP/CFO	Donald R. Hague, SVP	Bernard J. Quinn, SVP	William L. Brown, VP
Ann M. McCormick, EVP/GC/Sec	Robert J. Luken, SVP/CAO/Treas	John E. Smith, SVP	(Continued below)

=====

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

(21)Home Properties, Inc. (Continued)
850 Clinton Square
Rochester, NY 14604

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly traded

=====

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

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

Lesley A. Darling, VP	Kenneth O. Hall, VP	Rick W. Leith, VP	Kimberly M. Pepe, VP
Kristen A. Duckles, VP	Kerri L. Haltom, VP	Karen A. Lejman, VP	Caron D. Shore, VP (former)
Michael D. Eastwood, VP	Keith E. Knight, VP	Rosemarie Cook-Manley (nmi), VP	Robin L. Stein, VP
Les Eisenberg (nmi), VP	Gerald B. Korn, VP	Paul H. O'Leary, VP	(Continued next page)

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(21)Home Properties, Inc. (Continued)
850 Clinton Square
Rochester, NY 14604

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly traded

=====

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

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

Charis W. Warshof, VP Kathleen K. Suher, VP/Asst Sec.
Michele M. Wilson, VP
Brent A. Kohere, VP

(Continued below w/Directors)

=====

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

(21)Home Properties, Inc. (Continued)
850 Clinton Square
Rochester, NY 14604

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly traded

=====

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

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

DIRECTORS:

Stephen R. Blank	Thomas P. Lydon, Jr.	Clifford W. Smith, Jr.
Leonard F. Helbig III	Alan L. Gosule	Amy L. Tait
Edward J. Pettinella	Charles John Koch	

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(22)AMT - The Association For Manufacturing Technology
7901 Westpark Drive
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

NONE - Nonprofit corporation created under the District of Columbia Nonprofit Corporation Act

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

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

Douglas K. Woods, Pres/Dir Patrick W. McGibbon, VP Linda G. Montfort, VP/Dir Brian J. Papke, Sec/Dir
Christine T. Rasul, VP Peter R. Eelman, VP Steven F. Lesnewich, VP Amber L. Thomas, Dir. Ad.
Jeffery H. Traver, VP Paul R. Warndorf, VP Gregory A. Jones, VP (Continued below with add'l Directors)

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

(22)AMT - The Association For Manufacturing Technology (Continued)
7901 Westpark Drive
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

NONE - Nonprofit corporation created under the District of Columbia Nonprofit Corporation Act

FORMER DIRECTORS: Charles N. Clark, Sr. Dougald A. Currie, II Kim W. Beck
Krestine Corbin Ronald F. Schildge

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

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

DIRECTORS: Kevin J. Kilgallen, 2d V. Chair Roger M. Powell Richard L. Simons
Timothy B. Dining, Co-Chair David J. Burns Carl A. Reed Steven R. Stokey
Ronald J. Mager, Co-Chair Ronald S. Karaisz Jerry L. Rex Eugene R. Haffley, Jr., Ex-Officio
R. Stephen Flynn, 1st V. Chair/Treas Lee B. Morris Larry G. Schwartz Daniel D. Janka, Ex-Officio

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

11 2949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(24)Bowman Consulting Group, Ltd.
3863 Centerview Drive, Suite 300
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Gary P. Bowman

=====

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

=====

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

(25)WDG Architecture, PLLC
1025 Connecticut Avenue, N.W., Suite 300
Washington, DC 20036

DESCRIPTION OF CORPORATION: (check one statement)

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

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

MANAGING MEMBERS:		MEMBERS:
Carroll R. Dove	Eric J. Liebmann	Robert C. Keane
Malcolm D. Dixon	Marc Nathanson (nmi)	John R. Lowe (former)
Frederick B. Hammann II	Jeffrey A. Morris	

=====

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

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(26)M. J. Wells & Associates, Inc.
1420 Spring Hill Road, 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 SHAREHOLDER: (enter first name, middle initial, and last name)

M. J. Wells & Associates, Inc. Employee Stock Ownership Trust (ESOT)
(All employees are eligible Plan participants; however, none owns 10% or more of any class of stock)

=====

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

=====

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

(27)Parker Rodriguez, Inc.
101 N. Union Street, Suite 320
Alexandria, VA 22314-3002

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Trini M. Rodriguez
James (Jay) E. Parker

=====

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

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

Rezoning Attachment to Par. 1(b)

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(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(28) Dewberry & Davis LLC
8401 Arlington Boulevard
Fairfax, VA 22031

DESCRIPTION OF CORPORATION: (check one statement)

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

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

MEMBERS:
The Dewberry Companies LC(29)
James L. Beight
Dennis M. Couture

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

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

(29) The Dewberry Companies LC
8401 Arlington Boulevard
Fairfax, VA 22031

DESCRIPTION OF CORPORATION: (check one statement)

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

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

MEMBERS: Sidney O. Dewberry The Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05
Barry K. Dewberry (f/b/o Michael S. Dewberry II and 3 other minor children of Michael S. Dewberry)
Karen S. Grand Pre
Thomas L. Dewberry

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

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

Rezoning Attachment to Par. 1(b)

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(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
(30)Shalom Baranes Associates, P.C.
3299 K Street, N.W., Suite 400
Washington, DC 20007

DESCRIPTION OF CORPORATION: (check one statement)

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

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)
S. Shalom Baranes

=====

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

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
(32)Walter L. Phillips, Inc.
207 Park Avenue
Falls Church, VA 22046

DESCRIPTION OF CORPORATION: (check one statement)

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)
Jeffrey J. Stuchel
Brian G. Baillargeon
Aaron M. Vinson

=====

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

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
(33)Kishimoto Gordon Dalaya, PC
1300 Wilson Boulevard, Suite 250
Rosslyn, VA 22209

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

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)
Tsutomu Ben Kishimoto
Christopher L. Gordon
Manoj V. Dalaya
Henry C. Mahns

=====

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

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
(34)Aon Fire Protection Engineering Corporation
6305 Ivy Lane, Suite 220
Greenbelt, MD 20770

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)
Aon plc (35)

=====

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

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

Rezoning Attachment to Par. 1(b)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(35)Aon plc
9 Devonshire Square
London, England EC2M 4PL

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly traded on the NYSE

=====

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

=====

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

(36)ARUP USA, Inc.
1120 Connecticut Avenue, N.W., Suite 200
Washington, DC 20036

DESCRIPTION OF CORPORATION: (check one statement)

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

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

=====

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

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

REZONING AFFIDAVIT

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

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

(3)DLJ Real Estate Capital Partners IV, L.P.
590 Madison Avenue, 8th Floor
New York, NY 10022

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

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

GENERAL PARTNERS:

DLJ Real Estate Capital IV, LLC
(Owns less than 10% of Cityline Partners LLC, Franklin 7903 Westpark LLC, Grayson 7913 Westpark LLC, Campbell-Scott Westpark LLC, Essex 7929 Westpark LLC, and Frederick 8003 Westpark LLC)

DLJ RECP Management, L.P.
(Owns less than 10% of Cityline Partners LLC, Franklin 7903 Westpark LLC, Grayson 7913 Westpark LLC, Campbell-Scott Westpark LLC, Essex 7929 Westpark LLC, and Frederick 8003 Westpark LLC)

LIMITED PARTNERS:

Commonwealth of Pennsylvania Public School Employees' Retirement System
(There are hundreds of thousands of members in this pension fund, none of whom owns 10% or more of Cityline Partners LLC, Franklin 7903 Westpark LLC, Grayson 7913 Westpark LLC, Campbell-Scott Westpark LLC, Essex 7929 Westpark LLC, and Frederick 8003 Westpark LLC)

Credit Suisse Group AG(4)

(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, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(14) Hanover R. S. Limited Partnership
5847 San Felipe, Suite 3600
Houston, TX 77057

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

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

GENERAL PARTNER:

THC Capital G.P. LLC(15)

LIMITED PARTNER:

THC Capital LP (16)

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

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(16)THC Capital LP
5847 San Felipe, Suite 3600
Houston, TX 77057

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

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

GENERAL PARTNER:
THC Capital G.P. LLC(15)

LIMITED PARTNERS:
Bowden Family Limited Partnership(17)
John H. Nash
Richard B. Westledge
Metropolitan Life Insurance Company(18)

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

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(17)Bowden Family Limited Partnership
5847 San Felipe, Suite 3600
Houston, TX 77057

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

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

GENERAL PARTNERS:

J. Murry Bowden
Jeb M. Bowden
Brandt C. Bowden

LIMITED PARTNERS:

J. Murry Bowden
Jeb M. Bowden
Brandt C. Bowden

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

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(20)Home Properties, L.P.
850 Clinton Square
Rochester, NY 14604

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

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

GENERAL & LIMITED PARTNER:

Home Properties, Inc.(21)

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

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(23)Hunton & Williams LLP
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

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

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

- | | | |
|---------------------------|-------------------------|-----------------------------|
| Benjamin C. Ackerly | P. Scott Burton | Frank E. Emory, Jr. |
| Robert A. Acosta-Lewis | Ellis M. Butler | Juan C. Enjamio |
| Lawrence C. Adams | Ferdinand A. Calice | John D. Epps |
| Michael F. Albers | Matthew J. Calvert | Patricia K. Epps |
| Virginia S. Albrecht | Daniel M. Campbell | Phillip J. Eskenazi |
| Kenneth J. Alcott | Thomas H. Cantrill | Joseph P. Esposito |
| Fernando C. Alonso | Curtis G. Carlson | Kelly L. Faglioni |
| Walter J. Andrews | Jean Gordon Carter | Susan S. Failla |
| Heather S. Archer | Charles D. Case | Eric H. Feiler |
| Charles E. G. Ashton | Thomas J. Cawley | Kevin C. Felz |
| L. Scott Austin | James N. Christman | Edward F. Fernandes |
| Ian Phillip Band | Whittington W. Clement | Norman W. Fichthorn |
| Sean M. Beard | Herve' Cogels (nmi) | Andrea Bear Field |
| John J. Beardsworth, Jr. | Cassandra C. Collins | Kevin J. Finto |
| Steven H. Becker | Stacy M. Colvin | Melanie Fitzgerald (nmi) |
| Stephen John Bennett | Terence G. Connor | Michael F. Fitzpatrick, Jr. |
| Melinda R. Beres | S. Gregory Cope | Robert N. Flowers |
| Lucas Bergkamp (nmi) | Cameron N. Cosby | William M. Flynn |
| Lon A. Berk | Cyane B. Crump | Laura M. Franze |
| Mark B. Bierbower | Ashley Cummings (nmi) | Lauren E. Freeman |
| Stephen R. Blacklocks | Alexandra B. Cunningham | Steven C. Friend |
| Jeffry M. Blair | William D. Dannelly | Edward J. Fuhr |
| Matthew P. Boshier | Samuel A. Danon | Charles A. Gall |
| James W. Bowen | Barry R. Davidson | Daniel C. Garner |
| Lawrence J. Bracken, II | John A. Decker | Douglas M. Garrou |
| James P. Bradley | John J. Delionado | Richard D. Gary |
| Sheldon T. Bradshaw | Stephen P. Demm | John T. Gerhart, Jr. |
| David F. Brandley, Jr. | Dee Ann Dorsey | Jeffrey W. Giese |
| Craig A. Bromby | Edward L. Douma | Neil K. Gilman |
| Benjamin P. Browder | Mark S. Dray | C. Christopher Giragosian |
| A. Todd Brown, Sr. | Sean P. Ducharme | Douglas S. Granger |
| Tyler P. Brown | Deidre G. Duncan | Laurie A. Grasso |
| F. William Brownell | Roger Dyer (nmi) | J. William Gray, Jr. |
| Kevin J. Buckley | Frederick R. Eames | Charles E. Greef |
| Kristy A. Niehaus Bulleit | Maya M. Eckstein | Christopher C. Green |
| Joseph B. Buonanno | W. Jeffery Edwards | Robert J. Grey, Jr. |
| Nadia S. Burgard | John C. Eichman | Greta T. Griffith |
| Eric R. Burner | Emmett N. Ellis | Brett L. Gross |
| M. Brett Burns | Edward W. Elmore, Jr. | Bradley W. Grout |

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

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949 d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(23)Hunton & Williams LLP (Continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

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

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

Steven M. Haas
Brian L. Hager
Robert J. Hahn
Jarrett L. Hale
Eric J. Hanson
Ronald M. Hanson
Jason W. Harbour
Ray V. Hartwell, III
Jeffrey L. Harvey
John D. Hawkins
Rudene Mercer Haynes
Mark S. Hedberg
Colleen Heisey (nmi)
Michael S. Held
Gregory G. Hesse
David A. Higbee
Thomas Y. Hiner
D. Bruce Hoffman
Robert E. Hogfoss
John R. Holzgraefe
Cecelia Philipps Horner
George C. Howell, III
Paul C. Huck, Jr.
Kevin F. Hull
Donald P. Irwin
Jamie Zysk Isani
Judith H. Itkin
Makram B. Jaber
Timothy L. Jacobs
Lori Elliott Jarvis
Matthew D. Jenkins
Andrew E. Jillson
Harry M. Johnson, III
James A. Jones, III
Kevin W. Jones
Laura Ellen Jones
Dan J. Jordanger
Roland Juarez (nmi)
Thomas R. Julin

W. Alan Kailer
Andrew Kamensky (nmi)
Joseph C. Kearfott
Michael G. Keeley
G. Roth Kehoe, II
David A. Kelly
Douglas W. Kenyon
Michael C. Kerrigan
Ryan T. Ketchum
Scott H. Kimpel
Robert A. King
Edward B. Koehler
John T. Konther
Torsten M. Kracht
Christopher G. Kulp
David Craig Landin
Gregory F. Lang
Andrew W. Lawrence
Daniel M. LeBey
Bradley T. Lennie
L. Steven Leshin
Catherine D. Little
Steven R. Loeshelle
David C. Lonergan
David S. Lowman, Jr.
Michael J. Madden, Jr.
Tyler Maddry (nmi)
Kimberly M. Magee
Manuel E. Maisog
Douglas M. Mancino
Alan J. Marcuis
Brian R. Marek
Fernando Margarit (nmi)
Stephen S. Maris
Thelma Marshall (nmi)
Jeffrey N. Martin
John S. Martin
J. Michael Martinez de Andino
Walfrido J. Martinez

Joseph Clarke Mathews
Laurie Uustal Mathews
John Gary Maynard, III
Fraser A. McAlpine
William H. McBride
Michael C. McCann
T. Allen McConnell
Francis A. McDermott
Alexander G. McGeoch
John C. McGranahan, Jr.
Gustavo J. Membiela
Mark W. Menezes
Gary C. Messplay
Peter J. Mignone
Patrick E. Mitchell
Jack A. Molenkamp
T. Justin Moore, III
Thurston R. Moore
Robert J. Morrow
Ann Marie Mortimer
Michael J. Mueller
Eric J. Murdock
Frank J. Murphy, Jr.
Ted J. Murphy
Thomas P. Murphy
David A. Mustone
James P. Naughton
Wim Nauwelaerts (nmi)
Michael Nedzbala (nmi)
Henry V. Nickel
Lonnie D. Nunley, III
Michael A. Oakes
Peter K. O'Brien
John T. O'Connor
Leslie A. Okinaka
John D. O'Neill, Jr.
Pam Gates O'Quinn
Michael A. O'Shea
Brian V. Otero

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

• added since 9/18/12 - date of affidavit entered in final Board package.

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(23)Hunton & Williams LLP (Continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

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

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

- | | | |
|----------------------------------|-------------------------|--------------------------|
| Raj Pande (nmi) | Arthur E. Schmalz | John Charles Thomas |
| Randall S. Parks | Gregory J. Schmitt | Gary E. Thompson |
| Peter S. Partee, Sr. | John R. Schneider | B. Cary Tolley, III |
| J. Steven Patterson | Howard E. Schreiber | Bridget C. Treacy |
| William S. Patterson | Jeffrey P. Schroeder | Julie I. Ungerman |
| Robert Dean Pope | Robert M. Schulman | Surasak Vajakit (nmi) |
| Curtis D. Porterfield | Carl F. Schwartz | Mark C. Van Deusen |
| Laurence H. Posorske | P. Watson Seaman | C. Porter Vaughan, III |
| Kurtis A. Powell | James S. SeEVERS, Jr. | Emily Burkhardt Vicente |
| Lewis F. Powell, III | Douglass P. Selby | Daniel G. Vivarelli, Jr. |
| J. Waverly Pulley, III | Joel R. Sharp | Mark R. Vowell |
| Robert T. Quackenboss | Michael R. Shebelskie | Amanda L. Wait |
| Dionne C. Rainey | Rita A. Sheffey | Linda L. Walsh |
| Katherine E. Ramsey | Ryan A. Shores | William A. Walsh, Jr. |
| John Jay Range | George P. Sibley, III | Lynnette R. Warman |
| Stuart A. Raphael | Donald F. Simone | William L. Wehrum |
| Robert S. Rausch | Aaron P. Simpson | Peter G. Weinstock |
| Belynda B. Reck | Jo Anne E. Sirgado | Malcolm C. Weiss |
| Baker R. Rector | Laurence E. Skinner | Mark G. Weisshaar |
| Shawn Patrick Regan | Thomas G. Slater, Jr. | Kevin J. White |
| Sona Rewari (nmi) | Brooks M. Smith | Amy McDaniel Williams |
| Thomas A. Rice | Caryl Greenberg Smith | Mitchell G. Williams |
| Michael P. Richman | John R. ("J. R.") Smith | Holly H. Williamson |
| Jennings G. ("J. G.") Ritter, II | Yisun Song (nmi) | Michael G. Wilson |
| Kathy E. B. Robb | Lisa J. Sotto | Evan D. Wolff |
| Daryl B. Robertson | Joseph C. Stanko, Jr. | Allison D. Wood |
| Gregory B. Robertson | Todd M. Stenerson | David C. Wright |
| Patrick L. Robson | John J. Stenger | Richard L. Wyatt, Jr. |
| Robert M. Rolfe | Gregory N. Stillman | Scott F. Yarnell |
| Ronald D. Rosener | Fradyn Suarez (nmi) | David R. Yates |
| Brent A. Rosser | Yeongyo Anna Suh | William F. Young |
| William L. S. Rowe | C. Randolph Sullivan | Lee B. Zeugin |
| Ronald L. Rubin | Jeffrey M. Sullivan | Manida Zimmerman (nmi) |
| Marguerite R. ("Rita") Ruby | Andrew J. Tapscott | |
| D. Alan Rudlin | Robert M. Tata | |
| Mary Nash K. Rusher | Rodger L. Tate | |
| D. Kyle Sampson | W. Lake Taylor, Jr. | |
| Karen M. Sanzaro | Wendell L. Taylor | |
| Stephen M. Sayers | Robin Lyn Teskin | |

(Continued next page with former partners)

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

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(23)Hunton & Williams LLP (Continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

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

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

FORMER PARTNERS:

Chris M. Amantea
Thomas E. Anderson
Douglas M. Berman
Michael J. Blayney
Brian M. Buroker
Ted C. Craig
John Deacon (nmi)
Joseph C. Edwards
Timothy S. Goettel
L. Raúl Grabie
Jeffrey W. Gutches
Miles B. Haberer
Timothy G. Hayes
Thomas M. Hughes
E. Peter Kane
Thomas F. Kaufman
Robert Klotz (nmi)
Christopher Kuner (nmi)
David C. Lashway
Robert G. McCormick
Bruce W. Moorhead, Jr.
Michael P. F. Phelps
Dearbhla Quigley (nmi)
Michael Rosenthal (nmi)
Jeremy R. Schwer
Jonathan G. Simpson
R. Michael Sweeney, Jr.
Henry Talavera (nmi)
Paul R. Tetlow
Martin K. Thomas
Thomas B. Trimble
Melvin E. Tull, III
Abigail C. Watts-FitzGerald
David B. Weisblat

Hill B. Wellford, Jr.
Matthew J. Williams
Jonathan M. Wilan
John W. Woods, Jr.

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

Rezoning Attachment to Par. 1(c)DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(31)Cooley LLP
One Freedom Square, Reston Town Center
11951 Freedom Drive, Suite 1500
Reston, VA 20190(check if applicable) The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Gian-Michele a Marca	Alan S. Cohen	Shane L. Goudey
Jane K. Adams	Jeffrey L. Cohen	William E. Grauer
Maureen P. Alger	Thomas A. Coll	Jonathan G. Graves
DeAnna D. Allen	Joseph W. Conroy	Jacqueline I. Grise
Thomas R. Amis	Jennifer B. Coplan	Kenneth L. Guernsey
Mazda K. Antia	Carolyn L. Craig	Patrick P. Gunn
Orion Armon (nmi)	John W. Crittenden	Jeffrey M. Gutkin
Gordon C. Atkinson	Janet L. Cullum	John B. Hale
Michael A. Attanasio	Nathan K. Cummings	Danish Hamid (nmi)
Jonathan P. Bach	John A. Dado	Bernard L. Hatcher
Charles J. Bair	Benjamin G. Damstedt	Matthew B. Hemington
Celia Goldwag Barenholtz	Craig E. Dauchy	David M. Hernand
Frederick D. Baron	Wendy Davis (nmi)	Cathy Rae Hershcopf
Matthew S. Bartus	Renee R. Deming	John Hession (nmi)
James A. Beldner	Darren K. DeStefano	Gordon Ho (nmi)
Keith J. Berets	Jennifer Fonner DiNucci	Suzanne Sowachka Hooper
Connie N. Bertram	Michelle C. Doolin	Lila W. Hope
Laura Grossfield Birger	Joseph M. Drayton	Mark M. Hrenya
Thomas A. Blinka	Christopher Durbin (nmi)	Christopher R. Hutter
Ian B. Blumenstein	John C. Dwyer	Jay R. Indyke
Barbara L. Borden	Shannon Eagan (nmi)	Craig D. Jacoby
Jodie M. Bourdet	Robert L. Eisenbach, III	Eric C. Jensen
Wendy J. Brenner	Gordon H. Empey	Mark L. Johnson
Matthew J. Brigham	Sonya F. Erickson	Robert L. Jones
James P. Brogan	Lester J. Fagen	Barclay J. Kamb
Nicole C. Brookshire	Brent D. Fassett	Richard S. Kanowitz
Matthew D. Brown	M. Wainwright Fishburn, Jr.	Kimberly J. Kaplan-Gross
Alfred L. Browne, III	Richard H. Frank	Jeffrey S. Karr
Matthew T. Browne	Steven L. Friedlander	Sally A. Kay
Peter F. Burns	Thomas J. Friel, Jr.	Heidi M. Keefe
Robert T. Cahill	Francis Fryscak (nmi)	Kevin F. Kelly
Antonio J. Calabrese	Koji F. Fukumura	Jason L. Kent
Christopher C. Campbell	James F. Fulton, Jr.	Charles S. Kim
William Lesse Castleberry	William S. Galliani	Kevin M. King
Lynda K. Chandler	W. Andrew H. Gantt, III	Michael J. Klisch
Dennis Childs (nmi)	Stephen D. Gardner	Jason M. Koral
William T. Christiansen, II	Jon E. Gavenman	Barbara A. Kosacz
Sean M. Clayton	Kathleen A. Goodhart	Kenneth J. Krisko
Samuel S. Coates	Lawrence C. Gottlieb	John S. Kyle

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

Rezoning Attachment to Par. 1(c)DATE: October 18, 2012
(enter date affidavit is notarized)

11 2949 d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(31)Cooley LLP (Continued)
One Freedom Square, Reston Town Center
11951 Freedom Drive, Suite 1500
Reston, VA 20190(check if applicable) The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Carol Denise Laherty	Ann M. Mooney	Glen Y. Sato
Mark F. Lambert	Timothy J. Moore	Martin S. Schenker
Matthew E. Langer	William B. Morrow, III	Joseph A. Scherer
Samantha M. LaPine	Howard Morse (nmi)	Marc G. Schildkraut
John G. Lavoie	Frederick T. Muto	William J. Schwartz
Robin J. Lee	Ryan E. Naftulin	Audrey K. Scott
Ronald S. Lemieux	Stephen C. Neal	John H. Sellers
Natasha Leskovsek (nmi)	Thomas D. O'Connor	Ian R. Shapiro
Shira Nadich Levin	Ian O'Donnell (nmi)	Michael N. Sheetz
Alan Levine (nmi)	Kathleen Pakenham (nmi)	C. Christopher Shoff
Michael S. Levinson	Nikesh Patel (nmi)	Jordan A. Silber
Stephanie Levy (nmi)	Timothy G. Patterson	Brent B. Siler
Elizabeth L. Lewis	Amy Elizabeth Paye	Stephen R. Smith
Michael R. Lincoln	Anne H. Peck	Colleen P. Gillis Snow
James C. T. Linfield	D. Bradley Peck	Tower C. Snow, Jr.
Chet F. Lipton	David G. Peinsipp	Whitty Somvichian (nmi)
Cliff Z. Liu	Nicole K. Peppe	Wayne O. Stacy
Samuel M. Livermore	Susan Cooper Philpot	Anthony M. Steigler
Douglas P. Lobel	Benjamin D. Pierson	Steven M. Strauss
J. Patrick Loofbourrow	Frank V. Pietrantonio	Myron G. Sugarman
Mark C. Looney	Mark B. Pitchford	Christopher J. Sundermeier
Robert B. Lovett	Michael L. Platt	Ronad R. Sussman
Andrew P. Lustig	Christian E. Plaza	C. Scott Talbot
Lori Mason (nmi)	Marya A. Postner	Mark P. Tanoury
Thomas O. Mason	Steve M. Przesmicki	Gregory C. Tenhoff
Jennifer Massey (nmi)	Seth A. Rafkin	Michael E. Tenta
Keith A. McDaniels	Frank F. Rahmani	Timothy S. Teter
Michael J. McGrail	Marc Recht (nmi)	Michael S. Tuscan
John T. McKenna	Danielle Naftulin Reed	Miguel J. Vega
Bonnie Weiss McLeod	Thomas Z. Reicher	Erich E. Veitenheimer, III
Mark A. Medearis	Michael G. Rhodes	Aaron J. Velli
Laura M. Medina	Michelle S. Rhyu	Emily Woodson Wagner
Daniel P. Meehan	Lyle Roberts (nmi)	David A. Walsh
Beatriz Mejia (nmi)	John W. Robertson	David M. Warren
Craig A. Menden	Ricardo Rodriguez (nmi)	Mark B. Weeks
Erik B. Milch	Kenneth J. Rollins	Steven K. Weinberg
Chadwick L. Mills	Adam J. Rutenberg	Mark R. Weinstein
Patrick J. Mitchell	Thomas R. Salley, III	Thomas S. Welk
Ali M.M. Mojdehi	Jessica Valenzuela Santamaria	Peter H. Werner

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

Rezoning Attachment to Par. 1(c)

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number (s))

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

(31)Cooley LLP (Continued)
One Freedom Square, Reston Town Center
11951 Freedom Drive, Suite 1500
Reston, VA 20190

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

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

- Christopher A. Westover
- Francis R. Wheeler
- Brett D. White
- Geoffrey T. Willard
- Andrew S. "Drew" Williamson
- Peter J. Willsey
- Mark Windfeld-Hansen
- Nancy H. Wojtas
- Jessica R. Wolff
- Nan Wu (nmi)
- Babak Yaghmaie (nmi)
- David R. Young
- Christina Zhang (nmi)
- Kevin J. Zimmer

FORMER PARTNERS:

- David J. Fischer
- Eric Grossman (nmi)
- James C. Kitch
- Robert H. Miller
- William H. O'Brien
- Anna B. Pope
- Richard S. Rothberg
- Neal J. Stephens
- Donald K. Stern
- Lois K. Voelz

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

• added

REZONING AFFIDAVIT

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number(s))

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

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

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

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

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

NONE

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

REZONING AFFIDAVIT

DATE: October 18, 2012
(enter date affidavit is notarized)

112949d

for Application No. (s): RZ 2011-PR-023
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

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

updated since 9/18/12

The Applicant, Cityline Partners LLC, sponsored a three-part series entitled Evolution of Fairfax, hosted by Chairman Sharon Bulova, the value of which exceeded \$100.
Thomas D. Fleury of Cityline Partners LLC, Applicant, contributed in excess of \$100 to Supervisor Frey on October 26, 2011.
Francis A. McDermott of Hunton & Williams LLP, Attorney for Applicant, contributed in excess of \$100 to Supervisor Herryty.
John G. Lavoie of Cooley LLP provided an in-kind contribution in excess of \$100 to "Penny Gross For Supervisor."

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

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

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

John C. McGranahan, Jr.

Applicant Applicant's Authorized Agent

John C. McGranahan, Jr., Attorney/Agent for Applicant

(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 18th day of OCTOBER 2012, in the State/Comm. of VIRGINIA, County/City of FAIRFAX.

Susan Joanne Lokey
Notary Public

My commission expires: DECEMBER 31, 2014



Susan Joanne Lokey
NOTARY PUBLIC
Commonwealth of Virginia
Reg. #7333061
My Commission Expires
December 31, 2014