



County of Fairfax, Virginia

MEMORANDUM

Office of the County Attorney
Suite 549, 12000 Government Center Parkway
Fairfax, Virginia 22035-0064
Phone: (703) 324-2421; Fax: (703) 324-2665
www.fairfaxcounty.gov

DATE: December 20, 2012

TO: William Mayland, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Bette R. Crane, Paralegal 
Office of the County Attorney

SUBJECT: Revised Affidavit
RZ/FDP 2012-MV-007
Applicant: Bainbridge Communities Acquisition, III, LLC
BOS Hearing Date: 1/8/13

REF.: 115775

Attached is an affidavit which has been approved by the Office of the County Attorney for the above-referenced case. Please include this affidavit dated 12/18/12, which bears my initials and is numbered 115775b, **in the supplemental Board package.**

Thank you for your cooperation.

Attachment

cc: (w/attach) Amy Moxley, Planning Technician (sent via email)
Zoning Evaluation Division
Department of Planning and Zoning

REZONING AFFIDAVIT

DATE: DEC 18 2012
(enter date affidavit is notarized)

I, Lori R. Greenlief, 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 *1157756*

in Application No.(s): RZ^{FDP} 2012-MV-007
(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)
Bainbridge Communities Acquisition III, LLC Agent: Joshua L. Wooldridge Thomas J. Keady Neil (nmi) Goradia Richard A. Schechter	7700 Wisconsin Avenue, Suite 410 Bethesda, MD 20814	Applicant/Contract Purchaser of Tax Map Nos. 109-1 ((1)) 5, 6, 7, 8, 9, 13, 14, 15, 16
Eastwood Properties, Inc. Agent: Richard L. Labbe	3050 Chain Bridge Road, Suite 103 Fairfax, VA 22030	Title Owner of Tax Map No. 109-1 ((1)) 7/Agent for Applicant
Canterbury Associates L.P. Agent: Patricia J.M. Blackburn Kenneth A. Isen	3020 Hamaker Court, Suite 301 Fairfax, VA 22031	Title Owner of Tax Map No. 109-1 ((1)) 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)

DATE: DEC 18 2012
 (enter date affidavit is notarized)

for Application No. (s): RZ 2012-MV-007
 (enter County-assigned application number (s))

1157156

(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)
Raymond T. Hicks	9116 Anderson Lane Ft. Belvoir, VA 22060	Title Owner of Tax Map No. 109-1 ((1)) 5
Melvin L. Goss Dixie C. Goss	1604 Ivanhoe Court Alexandria, VA 22304	Title Owners of Tax Map No. 109-1 ((1)) 6
David W. Price Karon (nmi) Camp	9416 Deek Creek Lane Fredericksburg, VA 22407	Title Owners of Tax Map No. 109-1 ((1)) 8
Christine K. Bonniksen	9135 Anderson Lane Ft. Belvoir, VA 22060	Title Owner of Tax Map No. 109-1 ((1)) 9
Tho Thi Nguyen Anh Minh Tran	4407 San Carlos Drive Fairfax, VA 22030	Title Owners of Tax Map No. 109-1 ((1)) 13
Thomas (nmi) Cook Natalie A. Cook	9124 Backlick Road Ft. Belvoir, VA 22060	Title Owners of Tax Map No. 109-1 ((1)) 14
Edward J. Wall, Jr.	P.O. Box 290 Newington, VA 22121-0298	Title Owner of Tax Map No. 109-1 ((1)) 15
Silas (nmi) Brown	9112 Backlick Road Ft. Belvoir, VA 22060	Title Owner of Tax Map No. 109-1 ((1)) 16
Charles P. Johnson & Associates, Inc. Agent: Charles P. Johnson	3959 Pender Drive, #210 Fairfax, VA 22030	Engineer/Agent for Applicant
Kimley-Horn and Associates, Inc. Agent: Jeffrey H. Saxe	11400 Commercial Park Drive, Suite 400 Reston, VA 20191	Engineer/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.

Rezoning Attachment to Par. 1(a)

DATE: DEC 18 2012

(enter date affidavit is notarized)

115775+

for Application No. (s): RZ/2012-MV-007
(enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(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)
McGuireWoods LLP Agents: Scott E. Adams Carson Lee Fifer, Jr. David R. Gill Jonathan P. Rak Gregory A. Riegler Mark M. Viani Kenneth W. Wire Sheri L. Akin Lisa M. Chiblow Lori R. Greenlief	1750 Tysons Boulevard, Suite 1800 Tysons Corner, VA 22102	Attorney/Agent for Applicant Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Planner/Agent Planner/Agent Planner/Agent
The Eisen Group Architecture, LLC Agent: Jonathan B. Eisen Natasha Fahim Joe Fuentes Steve Joufflas Ana Stamenkovic Brian Ruhl	623 H Street, NW, Second Floor Washington, DC 20001	Architect/Agent for Applicant
Fairfax County Board of Supervisors Agent: Edward L. Long Jr.	12000 Government Center Parkway Fairfax, VA 22035	Title Owner of a portion of Anderson Lane 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 AFFIDAVIT

DEC 18 2012

DATE: (enter date affidavit is notarized)

1157754

for Application No. (s): RZ/2012-MV-007 (enter County-assigned application number(s))

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

(NOTE: Include SOLE PROPRIETORSHIPS, 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) Bainbridge Communities Acquisition III, LLC 7700 Wisconsin Avenue, Suite 410 Bethesda, MD 20814

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

Bainbridge Holdings I, LLC, Member

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

Manager: RAS Manager, LLC

Richard A. Schechter, President
Thomas J. Keady, Vice President
Richard P. Giles, Vice President (former)

(check if applicable) [x] 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)

DATE: DEC 18 2012
(enter date affidavit is notarized)

1157756

for Application No. (s): RZ 2012-MV-007
(enter County-assigned application number (s))

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

Bainbridge Holdings I, LLC
12765 West Forest Hill Boulevard, Suite 1307
Wellington, FL 33414

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)

Manager: RAS Manager, LLC
 Members: Schechter Operating Capital LLLP Richard P. Giles
 Bainbridge Investor, LLC Robert W. Gaherty
 Thomas J. Keady

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

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

Richard A. Schechter, President
Thomas J. Keady, Vice President
Caren Cohen, Treasurer

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

RAS Manager, LLC
12765 West Forest Hill Boulevard, Suite 1307
Wellington, FL 33414

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)

Richard A. Schechter

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

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

Richard A. Schechter, President/Secretary/Treasurer
Thomas J. Keady, Vice President

(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: DEC 18 2012
(enter date affidavit is notarized)

1157751

for Application No. (s): RZ/2012-MV-007
(enter County-assigned application number (s))

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

Bainbridge Investor, LLC
12765 West Forest Hill Boulevard, Suite 1307
Wellington, FL 33414

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)

Philip P. Tsitseklis, Member/Manager

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)

Eastwood Properties, Inc.
3050 Chain Bridge Road, Suite 103
Fairfax, VA 22030

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)

Richard L. Labbe, Sole Shareholder

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

Richard L. Labbe, President/Vice President/Secretary/Treasurer

(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: DEC 18 2012

(enter date affidavit is notarized)

1157756

for Application No. (s): RZ 2012-MV-007
(enter County-assigned application number (s))

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

Charles P. Johnson & Associates, Inc.
3959 Pender Drive, #210
Fairfax, VA 22030

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)

Charles P. Johnson
Paul B. Johnson

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)

Kimley-Horn and Associates, Inc.
11400 Commercial Park Drive, Suite 400
Reston, VA 20191

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: _____
(enter date affidavit is notarized)

1157756

for Application No. (s): RZ/FDP 2012-MV-007
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The Eisen Group Architecture, LLC
623 H Street, NW, Second Floor
Washington, DC 20001

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)
Jonathan B. Eisen

=====

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)
KAI Canterbury, Inc.
3020 Hamaker Court, Suite 301
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)
Kenneth A. Isen

=====

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

Kenneth A. Isen, President/Secretary/Treasurer and its Sole Director

(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: DEC 18 2012
(enter date affidavit is notarized)

1157756

for Application No. (s): RZ/2012-MV-007
(enter County-assigned application number (s))

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

Canterbury Development, Inc.
3020 Hamaker Court, Suite 301
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)

Robert T. Gates	Jill Hudson Miller
Patricia J. M. Blackburn	Dana Hudson
Richard J. Mazzucchelli	
Jeffrey G. Weaver	

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

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

Patricia J.M. Blackburn, Sole Director/President
Richard J. Mazzucchelli, Secretary/Treasurer

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

DESCRIPTION OF CORPORATION: (check one statement)

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

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

DEC 18 2012

DATE: _____
(enter date affidavit is notarized)

1157750

for Application No. (s): RZ 2012-MV-007
(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)

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

(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)

Equity Partners of McGuireWoods LLP

- | | | |
|-------------------------|-----------------------|-----------------------|
| Adams, John D. | Beresford, Richard A. | Cairns, Scott S. |
| Alphonso, Gordon R. | Bilik, R. E. | Capwell, Jeffrey R. |
| Anderson, Arthur E., II | Blank, Jonathan T. | Cason, Alan C. |
| Anderson, Mark E. | Boland, J. W. | Chaffin, Rebecca S. |
| Andre-Dumont, Hubert | Brenner, Irving M. | Chapman, Jeffrey J. |
| Bagley, Terrence M. | Brooks, Edwin E. | Cobb, John H. |
| Barger, Brian D. | Brose, R. C. | Cockrell, Geoffrey C. |
| Becker, Scott L. | Burk, Eric L. | Cogbill, John V., III |
| Becket, Thomas L. | Busch, Stephen D. | Covington, Peter J. |
| Belcher, Dennis I. | Cabaniss, Thomas E. | Cramer, Robert W. |
| Bell, Craig D. | Cacheris, Kimberly Q. | Cromwell, Richard J. |

(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: DEC 18 2012
(enter date affidavit is notarized)

115975-6

for Application No. (s): RZ 2012-MV-007
(enter County-assigned application number (s))

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

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, 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**)

- | | | |
|------------------------|---------------------------|----------------------------|
| Culbertson, Craig R. | Gold, Stephen (nmi) | King, Donald E. |
| Cullen, Richard (nmi) | Goldstein, Philip (nmi) | Kittrell, Steven D. |
| Daglio, Michael R. | Grant, Richard S. | Kobayashi, Naho (nmi) |
| De Ridder, Patrick A. | Greenberg, Richard T. | Kratz, Timothy H. |
| Dickerman, Dorothea W. | Gresham, A. B. | Krueger, Kurt J. |
| DiMattia, Michael J. | Grieb, John T. | Kutrow, Bradley R. |
| Dooley, Kathleen H. | Harmon, Jonathan P. | La Fratta, Mark J. |
| Doubet King, Sally | Harmon, T. C. | Lias-Booker, Ava E. |
| Downing, Scott P. | Hartsell, David L. | Little, Nancy R. |
| Edwards, Elizabeth F. | Hatcher, J. K. | Long, William M. |
| Ensing, Donald A. | Hayden, Patrick L. | Manning, Amy B. |
| Ey, Douglas W., Jr. | Hayes, Dion W. | Marianes, William B. |
| Farrell, Thomas M. | Heberton, George H. | Marks, Robert G. |
| Feller, Howard (nmi) | Hedrick, James T., Jr. | Marshall, Gary S. |
| Fennebresque, John C. | Horne, Patrick T. | Marshall, Harrison L., Jr. |
| Finkelson, David E. | Hornyak, David J. | Marsico, Leonard J. |
| Foley, Douglas M. | Hosmer, Patricia F. | Martin, Cecil E., III |
| Fox, Charles D., IV | Hutson, Benne C. | Martin, George K. |
| Franklin, Ronald G. | Isaf, Fred T. | Martinez, Peter W. |
| Fratkin, Bryan A. | Jackson, J. B. | Mason, Richard J. |
| Freedlander, Mark E. | Jordan, Hilary P. | Mathews, Eugene E., III |
| Freeman, Jeremy D. | Kanazawa, Sidney K. | Mayberry, William C. |
| Fuhr, Joy C. | Kannensohn, Kimberly J. | McDonald, John G. |
| Gambill, Michael A. | Katsantonis, Joanne (nmi) | McElligott, James P. |
| Gibson, Donald J., Jr. | Keeler, Steven J. | McFarland, Robert W. |
| Glassman, Margaret M. | Kerr, James Y., II | McGinnis, Kevin A. |
| Glickson, Scott L. | Kilpatrick, Gregory R. | McIntyre, Charles W. |

(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: DEC 18 2012
(enter date affidavit is notarized)

1157756

for Application No. (s): RZ/2012-MV-007
(enter County-assigned application number (s))

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

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, 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**)

- | | | |
|----------------------------|----------------------------|---------------------------|
| McLean, J. D. | Reid, Joseph K., III | Stein, Marta A. |
| McRill, Emery B. | Richardson, David L. | Stone, Jacquelyn E. |
| Milanti, Peter A. | Riegle, Gregory A. | Swan, David I. |
| Miller, Amy E. | Riley, James B., Jr. | Tackley, Michael O. |
| Moldovan, Victor L. | Riopelle, Brian C. | Tarry, Samuel L., Jr. |
| Muckenfuss, Robert A. | Roberts, Manley W. | Thornhill, James A. |
| Murphy, Sean F. | Robinson, Stephen W. | Van der Mersch, Xavier G. |
| Natarajan, Rajsekhar (nmi) | Roeschenthaler, Michael J. | Vaughn, Scott P. |
| Neale, James F. | Rogers, Marvin L. | Vick, Howard C., Jr. |
| Nesbit, Christopher S. | Rohman, Thomas P. | Viola, Richard W. |
| Newhouse, Philip J. | Rosen, Gregg M. | Wade, H. L., Jr. |
| Nickens, Jacks C. | Rust, Dana L. | Walker, John T., IV |
| O'Grady, John B. | Satterwhite, Rodney A. | Walker, W. K., Jr. |
| O'Hare, James P. | Scheurer, P. C. | Walsh, James H. |
| Oakey, David N. | Schewel, Michael J. | Watts, Stephen H., II |
| Oostdyk, Scott C. | Schmidt, Gordon W. | Westwood, Scott E. |
| Padgett, John D. | Sellers, Jane W. | Whelpley, David B., Jr. |
| Parker, Brian K. | Shelley, Patrick M. | White, H. R., III |
| Perzek, Philip J. | Simmons, L. D., II | White, Walter H., Jr. |
| Phears, H. W. | Simmons, Robert W. | Wilburn, John D. |
| Phillips, Michael R. | Slone, Daniel K. | Williams, Steven R. |
| Pryor, Robert H. | Spahn, Thomas E. | Wren, Elizabeth G. |
| Pusateri, David P. | Spitz, Joel H. | Wrysinski, Matthew J. |
| Rak, Jonathan P. | Stallings, Thomas J. | Young, Kevin J. |
| Rakison, Robert B. | Steen, Bruce M. | |

(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)

DEC 18 2012

DATE: _____

(enter date affidavit is notarized)

1157754

for Application No. (s): RZ 2012-MV-007

(enter County-assigned application number (s))

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

Schechter Operating Capital LLLP
12765 West Forest Hill Boulevard, Suite 1307
Wellington, FL 33414

(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 and Limited Partner:

Richard A. Schechter

(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: DEC 18 2012

115775-6

for Application No. (s): RZ 2012-MV-007
(enter date affidavit is notarized)
(enter County-assigned application number (s))

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

Canterbury Associates L.P.
3020 Hamaker Court, Suite 301
Fairfax, VA 22031

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

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

Canterbury Development, Inc., Managing
General Partner

KAI Canterbury, Inc., General Partner

Robert T. Gates (former)
Kenneth A. Isen (former)

Limited Partner:

Isen Canterbury Limited Partnership
GHA-Canterbury L.P.

Jill Hudson Miller (former)
Dana Hudson Hagenbuch (former)
Patricia J. M. Blackburn (former)
Richard J. Mazzucchelli (former)
Jeffrey G. Weaver (former)
Robert T. Gates (former)
Kenneth A. Isen (former)
Harold B. Isen (former)
Charles S. Isen (former)

(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: DEC 18 2012
(enter date affidavit is notarized)

1157756

for Application No. (s): RZ/2012-MV-007
(enter County-assigned application number (s))

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

Isen Canterbury Limited Partnership
3020 Hamaker Court, Suite 301
Fairfax, VA 22031

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

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

General and Limited Partners:

Kenneth A. Isen
Harold B. Isen
Charles S. Isen

(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: DEC 18 2012
(enter date affidavit is notarized)

1159754

for Application No. (s): RZ12012-MV-007
(enter County-assigned application number (s))

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

GHA-Canterbury L.P.
3020 Hamaker Court, Suite 301
Fairfax, VA 22031

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

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

General and Limited Partners:

Estate of Charles E. Hudson for the benefit
of Jill Hudson Miller and Dana Hudson

Robert T. Gates
Patricia J. M. Blackburn
Richard J. Mazzucchelli
Jeffrey G. Weaver
Alan R. Beckett
Steven Melko

(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 AFFIDAVIT

DATE: DEC 18 2012
(enter date affidavit is notarized)

1157756

for Application No. (s): RZ 2012-MV-007
(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: DEC 18 2012
(enter date affidavit is notarized)

1157754

for Application No. (s): RZ 2012-MV-007
(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.)

NONE

(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)

Applicant

Lori R. Greenlief

Applicant's Authorized Agent

Lori R. Greenlief, Land Use Planner

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

Subscribed and sworn to before me this 18th day of December 20 12, in the State/Comm. of Virginia, County/City of Fairfax.

Grace E. Chae
Notary Public

My commission expires: 5/31/2016

