



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: November 3, 2014

TO: Michael Lynskey, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Jo Ellen Groves, Paralegal 
Office of the County Attorney

SUBJECT: Revised Affidavit
Application No.: RZ.FDP 2014-MA-003
Applicant: Markham Place LLC
PC Hearing Date: 10/30/14
BOS Hearing Date: 11/18/14

REF.: 124239

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 10/31/14, which bears my initials and is numbered 124239b, in the Final Board package.

Thank you for your cooperation.

Attachment

cc: (w/attach) Domenic Scavuzzo, Planning Technician I (sent via e-mail)
Zoning Evaluation Division
Department of Planning and Zoning

REZONING AFFIDAVIT

DATE: October 31, 2014
(enter date affidavit is notarized)

I, David S. Houston, do hereby state that I am an
(enter name of applicant or authorized agent)

124239b

(check one) [] applicant
[✓] applicant's authorized agent listed in Par. 1(a) below

in Application No.(s): RZ/FDP 2014-MA-003
(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.)

Table with 3 columns: NAME, ADDRESS, RELATIONSHIP(S). Includes entries for MARKHAM PLACE LLC and FAIRFAX INVESTORS LIMITED.

(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: October 31, 2014
 (enter date affidavit is notarized)

124239 b

for Application No. (s): RZ/FDP 2014-MA-003
 (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)
ARCHITECTS COLLABORATIVE, INC. AGENTS: FAIK M. TUGBERK DEVTRIM (NMI) ESKI ZOLTAN (NMI) WILSON	9400 OLD GEORGETOWN ROAD BETHESDA, MARYLAND 20814	ARCHITECT/AGENT
REED SMITH LLP AGENTS: ROBERT A. LAWRENCE GRAYSON P. HANES BENJAMIN F. TOMPKINS LINDA S. BROYHILL DAVID S. HOUSTON SARAH L. BUZBY	3110 FAIRVIEW PARK DRIVE, SUITE 1400 FALLS CHURCH, VIRGINIA 22042	ATTORNEYS/AGENT
M.J. WELLS & ASSOCIATES, INC. AGENTS: ROBIN L. ANTONUCCI WILLIAM F. JOHNSON KEVIN R. FELLIN BRIAN J. HORAN ANDREW C. BUNTUA PRIYATHAM (NMI) KONDA MICHAEL R. PINKOSKE SAMUEL W. BENECK	1420 SPRING HILL ROAD, SUITE 610 MCLEAN, VIRGINIA 22102	TRANSPORTATION ENGINEER/ AGENT
VIKA VIRGINIA, LLC AGENTS: ROBERT R. COCHRAN DOUGLAS L. KOESER JOHN F. AMATETTI JEFFREY A. KREPS EDMUND J. IGNACIO P. CHRISTOPHER CHAMPAGNE	8180 GREENSBORO DRIVE, SUITE 200 MCLEAN, VIRGINIA 22102	ENGINEER/LANDSCAPE ARCHITECT/PLANNER/AGENT

(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: October 31, 2014
 (enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2014-MA-003
 (enter County-assigned application number (s))

1242396

(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)
COLE & DENNY INCORPORATED AGENT: KRISTINE A. HESSE	333 NORTH FAIRFAX STREET ALEXANDRIA, VIRGINIA 22314	HERITAGE RESOURCES CONSULTANT/AGENT
SOUTHERN MANAGMENT CORPORATION AGENTS: RICHARD G.R. HILLMAN DAVID H. HILLMAN KAREN M. GEIER-SMITH	1950 OLD GALLOWS ROAD SUITE #600 VIENNA, VIRGINIA 22182	DEVELOPMENT AND CONSTRUCTION MANAGER/AGENT

(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

DATE: October 31, 2014
(enter date affidavit is notarized)

124239 b

for Application No. (s): RZ/FDP 2014-MA-003
(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)

MARKHAM PLACE LLC
1950 OLD GALLOWS ROAD, SUITE 600
VIENNA, VIRGINIA 22182

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)

SUZANNE, LLC, MEMBER
FAIRFAX INVESTORS LIMITED PARTNERSHIP, L.L.P., MEMBER
THE GALLOWS CORPORATION, MANAGER (NON-MEMBER)

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

(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: October 31, 2014
(enter date affidavit is notarized)

124239 b

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

SUZANNE, LLC
1950 OLD GALLOWS ROAD, SUITE 600
VIENNA, VIRGINIA 22182

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)

CLASS A MEMBERS:
DAVID H. HILLMAN, TRUSTEE OF DAVID H. HILLMAN REVOCABLE TRUST F/B/O DAVID H. HILLMAN
DAVID H. HILLMAN, TRUSTEE OF SUZANNE D. HILLMAN REVOCABLE TRUST F/B/O SUZANNE D. HILLMAN
(cont'd below)

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)

SUZANNE, LLC
1950 OLD GALLOWS ROAD, SUITE 600
VIENNA, VIRGINIA 22182

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)

CLASS B MEMBERS:
DAVID H. HILLMAN, TRUSTEE OF RICHARD G. R. HILLMAN REVOCABLE TRUST F/B/O RICHARD G. R. HILLMAN
DAVID H. HILLMAN, TRUSTEE OF CHERYL ANN HILLMAN IRREVOCABLE TRUST F/B/O CHERYL ANN HILLMAN
(cont'd next page)

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 31, 2014
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for Application No. (s): RZ/FDP 2014-MA-003
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

SUZANNE, LLC
1950 OLD GALLOWS ROAD, SUITE 600
VIENNA, VIRGINIA 22182

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)

CLASS B MEMBERS (cont'd)
DAVID H. HILLMAN, TRUSTEE OF THE HILLMAN FAMILY TRUST F/B/O SUZANNE D. HILLMAN,
RICHARD G. R. HILLMAN, CHERYL ANN HILLMAN AND THE MINOR GRANDCHILDREN OF DAVID H. HILLMAN
(cont'd below)

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)

SUZANNE, LLC
1950 OLD GALLOWS ROAD, SUITE 600
VIENNA, VIRGINIA 22182

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)

CLASS B MEMBERS (cont'd)
DAVID H. HILLMAN, TRUSTEE OF THE SUZANNE D. HILLMAN FAMILY TRUST F/B/O SUZANNE D. HILLMAN'S SISTER,
NANCY D. CULHAM AND NANCY D. CULHAM'S MINOR CHILDREN

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 31, 2014
(enter date affidavit is notarized)

1242396

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

COLE & DENNY INCORPORATED
333 NORTH FAIRFAX STREET
ALEXANDRIA, VIRGINIA 22314

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)

JOHN E. COLE	LOUIS M. BARBIERI
KRISTINE A. HESSE	BRYAN E. LAVIE
MICHAEL D. DETOMO	

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)

ARCHITECTS COLLABORATIVE, INC.
9400 OLD GEORGETOWN ROAD
BETHESDA, MARYLAND 20814

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)

FAIK M. TUGBERK

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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for Application No. (s): RZ/FDP 2014-MA-003
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

M.J. WELLS & ASSOCIATES, INC.
1420 SPRING HILL ROAD, SUITE 610
MCLEAN, VIRGINIA 22012

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. ALL EMPLOYEES ARE ELIGIBLE PLAN PARTICIPANTS; HOWEVER, NO ONE EMPLOYEE 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)

VIKA VIRGINIA, LLC
8180 GREENSBORO DRIVE, SUITE 200
MCLEAN, VIRGINIA 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)

JOHN F. AMATETTI	CHARLES A. IRISH, JR.	HARRY L. JENKINS
ROBERT R. COCHRAN	MARK G. MORELOCK	JEFFREY B. AMATEAU
KYLE U. OLIVER	P. CHRISTOPHER CHAMPAGNE	

=====

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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for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

J. WEBB, INC.
5900 FORT DRIVE, SUITE 405
CENTREVILLE, VIRGINIA 20121

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)

T. EUGENE SMITH BEVERLY A. SAMUELSON JONATHAN M. WEBB D. TIMOTHY WEBB
MICHAEL M. WEBB FAMILY TRUST BONNIE L. MATTINGLY REVOCABLE TRUST
SHARON L. WEBB ALMAY, TRUSTEE OF SHARON L. WEBB ALMAY - SEPARATE PROPERTY REVOCABLE TRUST F/B/O
SHARON L. WEBB ALMAY

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

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

JONATHAN G. FARMELO, PRESIDENT & COO D. TIMOTHY WEBB, SENIOR VICE PRESIDENT
DAWN M. GREGA, TREASURER THERESE D. FONTES, ASSISTANT SECRETARY
BONNIE L. MATTINGLY, SENIOR VICE PRESIDENT AND CORPORATE SECRETARY

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

SOUTHERN MANAGEMENT CORPORATION
1950 OLD GALLOWS ROAD, SUITE #600
VIENNA, VIRGINIA 22182

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)

DAVID H. HILLMAN

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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for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

THE GALLOWS CORPORATION
1950 OLD GALLOWS ROAD, SUITE 600
VIENNA, VIRGINIA 22182

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)

DAVID H. HILLMAN

=====
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)

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

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1242396

for Application No. (s): RZ/FDP 2014-MA-003
(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)

REED SMITH LLP
3110 FAIRVIEW PARK DRIVE
SUITE 1400
FALLS CHURCH, VIRGINIA 22042

(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)

- Abbot, Kevin C.
- Abdalla, Tarek F.
- Alexander, Eric L.
- Allen, Thomas L.
- Andrews, Alexander T.
- Arnold, Roy W.
- Atallah, Ana
- Baker, Scott D.
- Barber, William James Greshman
- Barnes, James J. (former)
- Bartfeld, Arnold L.
- Bastier, Ellen L.
- Beale, Giles W.
- Beale, Timothy (NMI) (former)
- Begley, Sara A.
- Beilke, Michele J.
- Alfieri, Paul M.
- Armao, Joseph P.

(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 31, 2014
(enter date affidavit is notarized)

124239b

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)REED SMITH LLP
3110 FAIRVIEW PARK DRIVE
SUITE 1400
FALLS CHURCH, VIRGINIA 22042(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)

Bell, Gordon F. (former)	Clark, Peter S.	Fawcett, David B.
Bernstein, Leonard A.	Cobetto, Jack B.	Fogel Paul D.
Bettino, Diane A.	Cody, Daniel A.	Fosh, Michael John J.
Bhattacharyya, Gautam (NMI)	Cohen, David R.	Francis, Ronald L.
Bickham, J. D.	Colman, Abraham J.	Frank, Ronald W.
Binder, Justus (NMI)	Conner, Walter T.	• Freeman, Lynne P.
Binis, Barbara R.	Connoley, Mark F.	Frenier, Diane M.
Birt, Steven James	Convery, J. F. (former)	Fritton, Karl A.
Blasier, Peter C.	Cooper, Steven (NMI)	Gabbert, Dale (NMI) (former)
Boehner, Russell J. (former)	Cotler, Alan K.	Gallo, Frank J.
Bolden, A.S.	Cousté, Marina (NMI)	Gasparetti, Lorenzo E.
Bonessa, Dennis R.	Davies, Colleen T.	Geist, Melissa A.
Booker, Daniel I.	Davis, James M.	Gentile, Pasquale D.
Borg, Christopher (NMI)	Dentice, Nathan (NMI)	Graumlich, Betty S.W.
Boutcher, David J.	Dermody, Debra H.	Greenblatt, Lewis B.
Boven, Douglas G. (former)	DiFiore, Gerard S.	Green-Kelly, Diane
Bovich, John P.	Dilling, Robert M.	Greer, Amy J. (former)
• Box, Mary Tamara	Dillon, Lee Ann	Greeson, Thomas W. (former)
Bradley, Patrick E.	DiNome, John A.	• Grellet, Luc J.
Brennan, James C.	Drew, Jeffery R.	Grignon, Margaret A.
Broughton, Kenneth E.	Dubelier, Eric A.	Grimes, David M.
Brown, Andrew (NMI) (former)	Dumville, Samuel M. (former)	Gross, Dodi Walker
Brown, Bryan K.	Duronio, Carolyn D.	• Guadagnino, Frank T. (former)
Brown, Charles A.	East, Lindsay T. (former)	Gunn, Richard M.
Brown, Claude (NMI)	Ellis, Peter M.	Gwynne, Kurt F.
• Brown, Jon M.	Ellison, John N.	Haag, Edmund L.
Brown, Michael K.	Enochs, Craig R.	Hackett, Mary J.
Burke, Carol M.	• Epstein, Bette B. (former)	Halbreich, David M.
Burroughs, Benton (former)	Eskilson, James (NMI)	Hammodi, Ziad A.
Cameron, Douglas E.	Estrada, Edward J.	Hansson, Leigh T.
Campos, Lorraine M.	• Evagora, Kyriacos (NMI)	Hardin, Julie A.
Caplan, Gary S. (former)	Fagelson, Ian B. (former)	Hardy, Peter A.
Carder, Elizabeth B.	Falkner, Robert P.	Hartley, Simon P.
Cardozo, Raymond A.		Hartman, Ronald G.
Casdagli, Emma Frances (former)		
Cassidy, Peter J.		
Charot, Benoît (NMI)		
• Cheung, Janet Bo Chun		

(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 31, 2014
(enter date affidavit is notarized)

124239 b

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)REED SMITH LLP
3110 FAIRVIEW PARK DRIVE
SUITE 1400
FALLS CHURCH, VIRGINIA 22042(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)

Hasselman, Scot T.	Kozlov, Herbert F.	Moller, Charlotte (NMI)
Hawley, Terence N.	Kramer, Ann (NMI)	Morrison, Alexander David
Healy, Christopher W.	Krasik, Carl (NMI) (former)	Munsch, Martha H.
Heffler, Curt L.	Krebs-Markrich, Julia	Napolitano, Perry A.
Hemming, Seth M.	Kugler, Stefan (NMI)	Naugle, Louis A. (former)
Hewetson, Charles M.	Kwuon, Janet H.	Nelson, Jack R.
Hill, Robert J.	Lackert, Clark W.	Nicholas, Robert A.
Hill, Thomas E.	Lai, Ivy (NMI)	O'Brien, Kathyleen A.
Hirsch, Austin L.	Lasher, Lori L.	O'Donoghue, Cynthia
Hitt, Leo N.	Leech, Frederick C.	O'Neil, Mark T.
Ho, Delpha (NMI)	Leiderman, Harvey L.	Paisley, Belinda L.
Hofmeister Jr., Daniel J.	Li, Lianjun (NMI)	Parker, Roger J.
Holloway, Wanda G.	Loepere, Carol C.	Patterson, Lorin E.
Honigberg, Carol C. (former)	LoVallo, Michael A.	Pearman, Scott A.
Hooper, John P.	Lowenstein, Michael E.	Peck, Daniel F.
Horrigan, Courtney C.T.	Lyons, Stephen M.	Pedretti, Mark G.
Houston, Marsha A.	● Maguire, Nicola K.	Pepper, Michael Ross David
Hryck, David M.	Mahone, Glenn R.	Petersen, Matthew J.
Hultquist, James T.	Maiden, Todd O.	Peterson, Kurt C.
Husar, Linda S.	Mantell, Nanette W. (former)	Phillips, Richard P. (former)
Iino, John M.	Martin, James C.	Phillips, Robert D.
Ince, Thomas A.	Martini, John D.	Phillips, Robert N.
Innamorato, Don A.	McAllister, David J.	Pierre, Yvan-Claude J.
Jared, Cynthia (NMI) (former)	McCarroll, James C.	● Pike, Jonathan R.
Jaskot, Paul J.	McConnell, Stephen J.	Poe, Alexandra (NMI)
Jeffcott, Robin B.	McDavid, George E.	Pollack, Michael B.
Jenkinson, Andrew P.	McGarrigle, Thomas J.	Powell, David C.
Jong, Denise (NMI)	McNair, James E.	Pryor, Gregor J.
Kabnick, Lisa D.	Melodia, Mark S.	Quenby, Georgia M.
Karides, Constantine (NMI)	Mercadante, James A.	Radley, Lawrence J.
Kaufman, Marc S.	Metro, Joseph W.	Raju, Ajay K. (former)
Kaung, Alexander Wai Ming	Miller, Edward S.	Rawles, Douglas C.
Kirk, Dusty E.	Miller, Jesse L.	Raymond, Peter D.
Kirkpatrick, Stephen A.	Miller, Steven A.	Reid, Graham M.
Korenblatt, Jeffrey S.	Min, Catharina Y.	Reinke, Donald C.
	Moberg, Marilyn A.	Robinson, Richard A.
	Mok, Kar Chung	Roche, Brian D.

(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 31, 2014
(enter date affidavit is notarized)

124239b

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

REED SMITH LLP
3110 FAIRVIEW PARK DRIVE
SUITE 1400
FALLS CHURCH, VIRGINIA 22042

(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**)

- | | | |
|-----------------------------|-----------------------------|-----------------------------|
| Rosen, Barry S. | Smith, John L. | Weissman, Sonja S. |
| Rosenbaum, Joseph I. | Smith, Robert M. | Weller, Charles G. |
| Rosenberg, Carolyn H. | ● Snyder Bagnell, Nicole R. | Wells, Kristin I. |
| Roth, Robert A. | Sollie, Kyle O. | Wilkinson, James F. |
| ● Rowan, Vincent B. | Solomon, Jonathan (NMI) | ● Wilkinson, John N. |
| Rubenstein, Donald P. | Sorensen, Anker | Wolff, Sarah R. |
| Ryan, Catherine S. | Spafford, Richard A. | Wood, Douglas J. |
| Rydstrom, Kirsten R. | ● Speed, Nicholas P. | Yam, Perry (NMI) |
| Rymer, Philip R. | Springer, Claudia Z. | Yan, Betty (NMI) |
| Sanders, James L. | Stanley, David E. | Yan, Jay J. |
| Sanders, Michael (NMI) | Stephenson, Leon | Yoo, Thomas J. |
| Schaffer, Eric A. | Stewart, George L. | Zaman, Peter O. |
| Schatz, Gordon B. (former) | Stimpson, Barry P. | Zoeller, Lee A. |
| Scheve, Stephen E. | Suddath, Thomas H. | Zurzolo, Tracy L. |
| Schlecker, David M. | Süss, Philipp T. | |
| Schlesinger, Matthew J. | Swinburn, Richard G. | New Partners: |
| Schmarak, Bradley S. | Tandler, James R. | Berman, Patricia G. |
| Schryber, John W. | Tashman, Matthew E. | Boranian, Steven J. |
| Scott, Michael T. | Taylor, Andrew D. | Brocklesby, Nicholas (NMI) |
| Seaman, Charles H. | Taylor, Philip M. | Dakessian, Mardiros H. |
| Sedlack, Joseph M. | Teare, Peter A. | Hagan, John F. |
| Sessa, Stephen E. | Temple, Mark D. | Hatfield, Jacqueline A. |
| Shanus, Stuart A. | Terras, Alexander (NMI) | Johnson, Gary C. |
| Sharma, Asha Rani | Thallner, Karl A. | Katsambas, Panagiotis (NMI) |
| ● Shaw, Nicholas J. | Thomas Alexander Y. | Klett, Alexander (NMI) |
| Shay-Byrne, Olivia | Thompson, David A. | Lackner, Marc A. |
| Short, Carolyn P. | Thompson, Gary S. | MacElhone, Isabelle (NMI) |
| Shugrue, John D. | Tocci, Gary M. | Minniti, Cindy S. |
| Siev, Jordan W. | Tompkins, Benjamin F. | Mitchell, Jonah D. |
| Sigelko, Duane F. | Toms, Jason (NMI) | O'Neil, Michael (NMI) |
| Simons, Robert P. | Turner, Paul B. | Rammelt, David A. |
| Singer, Paul M. (former) | Vishneski, John S. | Richthammer, Etienne (NMI) |
| ● Skrein, Stephen P. | Vitsas, John L. | ● Samant, Prajakt K. |
| Slater, Phillip B. (former) | von Waldow, Arnd N | Suleman, Sakil A. |
| ● Smersfelt, Kenneth N. | ● Watt, Christopher B. | ● Theodorou, Demetris C. |
| | Weiss, David E. | Watterson, Kim M. |
| | Weissman, David L. | Wong, Patrick (NMI) |
| | | Yuffee, Michael A. |

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

● Information added since the printing of the 10/15/14 Staff Report.

Rezoning Attachment to Par. 1(c)

DATE: October 31, 2014
(enter date affidavit is notarized)

124239 b

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

FAIRFAX INVESTORS LIMITED PARTNERSHIP, L.L.P.
5900 FORT DRIVE
SUITE 405
CENTREVILLE, VIRGINIA 20121

(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:

LIMITED PARTNERS*:

J. WEBB INC.

FARVER FAMILY LIMITED PARTNERSHIP
ANDREA KINNEY GREENE
DAVID H. KINNEY
JONATHAN C. AND BARBARA A. KINNEY
DIANE Z. KIRSCH FAMILY TRUST
MARY SHOAF LAMBERT
ELEANOR LANAHAN REVOCABLE TRUST
MORAUER FAMILY L.P.
PATTERSON LIVING TRUST
JEAN SMOOT REARDON
CECILIA LANAHAN ROSS
JOHN D.K. SMOOT III
REBECCA B. SMOOT
ROBERT T. SMOOT
WEBB FAMILY LIMITED PARTNERSHIP
PAUL V. ZEHFUSS
PAUL H. ZEHFUSS
NICOLE M. ZEHFUSS

*ALL LIMITED PARTNERS EXCEPT FOR WEBB FAMILY LIMITED PARTNERSHIP AND MORAUER FAMILY, L.P. OWN LESS THAN 10% OF FAIRFAX INVESTORS LIMITED PARTNERSHIP, L.L.P.

(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 31, 2014
(enter date affidavit is notarized)

124239b

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

WEBB FAMILY LIMITED PARTNERSHIP
c/o J. WEBB, INC.
5900 FORT DRIVE, SUITE 405
CENTREVILLE, VA 20121

(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:

LIMITED PARTNERS:

J. WEBB, INC.

MICHAEL M. WEBB FAMILY TRUST
BONNIE L. MATTINGLY REVOCABLE TRUST
KIMBERLY W. DRAKOPOULOS
D. TIMOTHY WEBB
JENNIFER L. FARMELO
JONATHAN M. WEBB
ORVILLE GOODLETT
WARREN GOODLETT
REBECCA J. STINSTON
BEVERLY A. SAMUELSON
DAVID M. WEBB
ELIZABETH NIEMIOJA
LISA W. ROUDENBUSH

SHARON L. WEBB ALMAY
SEPARATE PROPERTY REVOCABLE TRUST*
SHARON L. ALMAY, TRUSTEE

BONNIE L. MATTINGLY REVOCABLE TRUST*
BONNIE L. MATTINGLY, TRUSTEE
MELISSA M. WINCHESTER NOE,
BENEFICIARY

TRUST F/B/O CHILDREN OF
BEVERLY SAMUELSON
BROOK SAMUELSON,
BENEFICIARY

TRUST F/B/O CHILDREN OF
JONATHAN M. WEBB
ANTHONY WEBB, BENEFICIARY
NICKOLAS WEBB, BENEFICIARY

* THESE LIMITED PARTNERS OWN
LESS THAN 10% OF WEBB FAMILY
L.P.

(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 31, 2014
(enter date affidavit is notarized)

124239b

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

MORAUER FAMILY L.P.
128 DUNEDIN COURT
CARY, NORTH CAROLINA 27511-6406

(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:

LIMITED PARTNERS:

RICHARD C. MORAUER, JR.

DEBORAH M. GALLAGHER
SUSAN F. MORAUER
MORAUER CRYSTAL CITY II, LLC*

* THIS LIMITED PARTNER OWNS
LESS THAN 10% OF MORAUER
FAMILY L.P.

(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 31, 2014
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

124239 b

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

MICHAEL M. WEBB FAMILY TRUST
5900 FORT DRIVE
SUITE 405
CENTREVILLE, VIRGINIA 20121

(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:

LIMITED PARTNERS:

PAMELA R. WEBB

KIMBERLY J. WEBB
JENNIFER L. WEBB
DAVID M. WEBB

(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 31, 2014
(enter date affidavit is notarized)

1242396

for Application No. (s): RZ/FDP 2014-MA-003
(enter County-assigned application number (s))

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

BONNIE L. MATTINGLY REVOCABLE TRUST
5900 FORT DRIVE
SUITE 405
CENTREVILLE, VIRGINIA 20121

(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)

BONNIE L. MATTINGLY, TRUSTEE
MELISSA M. WINCHESTER NOE,
BENEFICIARY

(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: October 31, 2014
(enter date affidavit is notarized)

124239b

for Application No. (s): RZ/FDP 2014-MA-003
(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 31, 2014
(enter date affidavit is notarized)

124239b

for Application No. (s): RZ/FDP 2014-MA-003
(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.)

Bonnie L. Mattingly of Fairfax Investors Limited Partnership, L.L.P. donated in excess of \$100 to Supervisor John Foust.

(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)

[Signature]
[] Applicant [x] Applicant's Authorized Agent

DAVID S. HOUSTON

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

Subscribed and sworn to before me this 31st day of October, 2014, in the State/Comm. of VIRGINIA, County/City of FAIRFAX.

[Signature]
Notary Public

My commission expires: May 31, 2016

