



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: March 11, 2015

TO: Brent M. Krasner, 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.: SE 2013-HM-016
Applicant: JBG/Reston Executive Center, LLC
PC Hearing Date: 2/25/15
BOS Hearing Date: 3/24/15

REF.: 122349

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 3/10/15, which bears my initials and is numbered **122349b**, in the supplemental 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

SPECIAL EXCEPTION AFFIDAVIT

DATE: March 10, 2015
(enter date affidavit is notarized)

I, David S. Houston, 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

122349 b

in Application No.(s): SE 2013-HM-016
(enter County-assigned application number(s), e.g. SE 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 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)
JBG/Reston Executive Center, L.L.C. Agents: Greg W. Trimmer Matthew R. Valentini Edward R. Johnson (former) Kelly L. Miller	4445 Willard Avenue Suite 400 Chevy Chase, MD 20815	Applicant / Title Owner TM 17-3-((1)), Parcels 28A, 28B and 28C
Reed Smith LLP Agents: Benjamin F. Tompkins, Esq. Grayson P. Hanes, Esq. Robert A. Lawrence, Esq. Linda S. Broyhill, Esq. Michael A. Banzhaf, Esq. David S. Houston, Esq. Sarah L. Buzby, Esq.	3110 Fairview Park Drive Suite 1400 Falls Church, VA 22042	Attorneys / Agent for Applicant

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

Special Exception Attachment to Par. 1(a)

DATE: March 10, 2015
(enter date affidavit is notarized)

122349 b

for Application No. (s): SE 2013-HM-016
(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)
Urban Engineering & Associates, LLC (t/a Urban, Ltd.) Agents: Eric S. Siegel, P.E. Matthew K. Koirtyohann, P.E. Peter F. Crawford, P.E.	7712 Little River Turnpike Annandale, VA 22003	Engineers / Agent for Applicant
M.J. Wells & Associates, Inc. Agents: Michael J. Workosky Robin L. Antonucci John F. Cavan	1420 Spring Hill Road Suite 610 Tysons, VA 22102	Transportation Consultants / Agent for Applicant
Streetsense Architecture LLC Agents: Sean C. Murphy Matthew S. Hopkins	3 Bethesda Metro Suite 140 Bethesda, MD 20814	Architects / Agent for Applicant

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

SPECIAL EXCEPTION AFFIDAVIT

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122349 b

for Application No. (s): SE 2013-HM-016
(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:

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

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name and number, street, city, state, and zip code) JBG/Reston Executive Center, L.L.C.
4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815

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)

JBG/Company Manager IV, L.L.C., JBG/Fund VIII Trust
Managing Member

(check if applicable) [x] There is more corporation information and Par. 1(b) is continued on a "Special Exception Affidavit 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.

Special Exception Attachment to Par. 1(b)

DATE: March 10, 2015
(enter date affidavit is notarized)

122349 b

for Application No. (s): SE 2013-HM-016
(enter County-assigned application number (s))

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

JBG/Company Manager IV, L.L.C.
4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815

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)

Michael J. Glosserman
Brian P. Coulter, Managing Member
Robert A. Stewart
James L. Iker, Managing Member
W. Matt Kelly

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

JBG/Fund VIII Trust
4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815

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)

JBG Investment Fund VIII, L.L.C.

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

Special Exception Attachment to Par. 1(b)

DATE: March 10, 2015
(enter date affidavit is notarized)

122349 b

for Application No. (s): SE 2013-HM-016
(enter County-assigned application number (s))

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

JBG Investment Fund VIII, L.L.C.
4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815

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)

The Trustees of Princeton University
Indigo 2009, LLC

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

Indigo 2009, LLC
c/o The JBG Companies
4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815

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)

Fourth Century, LLC

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

Special Exception Attachment to Par. 1(b)

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

Fourth Century, LLC
c/o The JBG Companies
4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815

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)

Yale University
3C Corporation

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

3C Corporation
c/o The JBG Companies
4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815

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)

- 3C Corporation own less than 10% of the Title Owner.
- 3C Corporation is a non-stock corporation and has no owners or shareholders.

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

Special Exception Attachment to Par. 1(b)

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for Application No. (s): SE 2013-HM-016
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Urban Engineering & Associates, LLC
(t/a Urban, Ltd.)
7712 Little River Turnpike
Annandale, VA 22003

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. Edgar Sears, Jr.
Brian A. Sears

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
Tysons, 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)

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)

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

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for Application No. (s): SE 2013-HM-016
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Streetsense Architecture LLC
3 Bethesda Metro
Suite 140
Bethesda, MD 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)

Streetsense Architecture, Inc.

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

Streetsense Architecture, Inc.
3 Bethesda Metro
Suite 140
Bethesda, MD 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)

Streetsense LLC

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

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DATE: March 10, 2015
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for Application No. (s): SE 2013-HM-016
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Streetsense LLC
3 Bethesda Metro
Suite 140
Bethesda, MD 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)

Streetsense Companies, Inc.
The Heiserman Group LLC

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

Streetsense Companies, Inc.
3 Bethesda Metro
Suite 140
Bethesda, MD 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)

Marc S. Ratner
Guy E. Silverman

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

Special Exception Attachment to Par. 1(b)

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for Application No. (s): SE 2013-HM-016
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

The Heiserman Group LLC
3 Bethesda Metro
Suite 140
Bethesda, MD 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)

Herb A. Heiserman

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)

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

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for Application No. (s): SE 2013-HM-016
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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, and number, street, city, state, and zip code)

Reed Smith LLP
3110 Fairview Park Drive, Suite 1400
Falls Church, VA 22042

(check if applicable) [X] 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)

- List of partner names and titles including: Abbott, Kevin C.; Abdalla, Tarek F.; Alexander, Eric L.; Allen, Thomas L.; Andrews, Alexander T.; Arnold, Roy W.; Atallah, Ana (NMI); Baker, Scott D.; Barber, William James Gresham; Barnes, James J. (former); Bartfeld, Arnold L.; Bastier, Ellen L. (former); Beale, Giles W. (former); Beale, Timothy (NMI) (former); Begley, Sara A.; Beilke, Michele J.; Bell, Gordon F. (former); Bernier, Maria N. (former); Bernstein, Leonard A.; Bettino, Diane A.; Bhattacharyya, Gautam (NMI); Bickham, J. David; Binder, Dr. Justus (NMI); Binis, Barbara R.; Birt, Steven James; Blasier, Peter C.; Boehner, Russell J. (former); Bolden, A. Scott; Bonessa, Dennis R.; Booker, Daniel I.; Borg, Christopher (NMI); Boutcher, David J.; Boven, Douglas G. (former); Bovich, John P.; Box, M. Tamara; Bradley, Patrick E.; Brennan, James C.; Broughton, Kenneth E.; Brown, Andrew Kenneth (former); Brown, Charles A.; Brown, Claude (NMI); Brown, Jon M.; Brown, Michael K.; Burke, Carol M.; Burroughs, Jr., Benton (former); Cameron, Douglas E.; Campos, Lorraine M.; Caplan, Gary S. (former)

(check if applicable) [X] There is more partnership information and Par. 1(c) is continued on a "Special Exception Affidavit 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.

Information updated since the printing of the 1/23/15 Staff Report.

Special Exception Attachment to Par. 1(c)

DATE: March 10, 2015
(enter date affidavit is notarized)

122349b

for Application No. (s): SE 2013-HM-016
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)Reed Smith LLP [CONTINUED]
3110 Fairview Park Drive, Suite 1400
Falls Church, VA 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)

Carder, Elizabeth B.	Fawcett, David B.	Hewetson, Charles M.
Cardozo, Raymond A.	Fogel, Paul D.	Hill, Robert J.
Casdagli, Emma Francis (former)	Fosh, Michael John J.	Hill, Thomas E.
Cassidy, Peter J.	Francis, Jr., Ronald L.	Hirsch, Austin L.
Charot, Benoit (NMI)	Frank, Ronald W.	Hitt, Leo N.
Cheung, Janet Bo Chun	Freeman, Lynne P.	Ho, Delpha (NMI)
Clark, II, Peter S.	Frenier, Diane M.	Hofmeister, Jr., Daniel J.
Cobetto, Jack B.	Fritton, Karl A.	• Holloway, Wanda G. (former)
Cody, Daniel A.	Gabbert, Dale (former)	Honigberg, Carol C. (former)
Cohen, David R.	Gallo, Frank J.	Hooper, John P.
Colman, Abraham J.	Gaspiretti, Lorenzo E.	• Horrigan, Courtney C.
Conner, W. Thomas	Geist, Melissa A.	Houston, Marsha A.
• Connoley, Mark F. (former)	Gentile, Jr. Pasquale D.	Hultquist, James T.
Convery, III, J. Ferd (former)	Graumlich, Betty S.	Husar, Linda S.
Cooper, Steven (NMI)	Greenblatt, Lewis B.	Iino, John M.
Cotler, Alan K. (former)	Green-Kelly, Diane	Ince, Thomas A.
Couste, Marina (NMI)	Greer, Amy J. (former)	• Innamorato, Don A.
Davies, Colleen T.	Greeson, Thomas W. (former)	• Jared, Cynthia (former)
Davis, James M.	Grellet, Luc J.	Jaskot, Paul J.
Dentice, Nathan P.W.	Grignon, Margaret A.	Jeffcott, Robin B.
Dermoddy, Debra H.	Grimes, David M.	• Jenkinson, Andrew P.
DiFiore, Gerard S.	Gross, Dodi Walker	Jong, Denise (NMI)
Dilling, Robert M.	Guadagnino, Frank T. (former)	Jordan, Gregory B. (former)
Dillon, Lee Ann	Gunn, Richard M.	• Kabnick, Lisa D. (former)
DiNome, John A.	Gwynne, Kurt F.	Karides, Constantine (NMI)
Doron, Uri (former)	• Haag, Edmund Lee (former)	Kaufman, Marc S.
Drew, Jeffery R.	Hackett, Mary J.	Kaung, Alexander Wai Ming
Dubelier, Eric A.	Halbreich, David M.	Kirk, Dusty Elias
Dumville, S. Miles (former)	• Hammodi, Ziad A. (former)	Kirkpatrick, Stephen A.
Duronio, Carolyn D.	Hansson, Leigh T.	Kozlov, Herbert F.
East, Lindsay T. (former)	Hardin, Julie A.	• Kramer, Ann V.
Ellis, Peter M.	Hardy, Peter A.	Krasik, Carl (former)
Ellison, John N.	Hartley, Simon P.	Krebs-Markrich, Julia
Enochs, Craig R.	Hartman, Ronald G.	Kugler, Stefan L.
Epstein, Bette B. (former)	• Hasselman, Scot T.	Kwuon, Janet H.
Eskilson, James R.	Hawley, Terence N.	Lai, Ivy (NMI)
Estrada, Edward J.	Healy, Christopher W.	Lasher, Lori L.
Evagora, Kyriacos (NMI)	Heffler, Curt L.	Leech, Frederick C.
Fagelson, Ian B. (former)	• Hemming, Seth M.	
Falkner, Robert P.		

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

Special Exception Attachment to Par. 1(c)

DATE: March 10, 2015
(enter date affidavit is notarized)

122349b

for Application No. (s): SE 2013-HM-016
(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, VA 22042

[CONTINUED]

(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)

Leiderman, Harvey L.	Paisley, Belinda L.	Sanders, Michael (NMI)
Li, Lianjun (NMI)	Parker, Roger J.	Sauvage, Nicolas C. (former)
Loepere, Carol C.	Patterson, Lorin E.	Schaffer, Eric A.
LoVallo, Michael A.	Pearman, Scott A.	Schatz, Gordon B. (former)
Lowenstein, Michael E.	Peck, Jr., Daniel F.	Scheve, Stephen E.
Lyons, III, Stephen M.	Pedretti, Mark G.	Schlecker, David M.
Magera, George F. (former)	Pepper, Michael Ross David	Schlesinger, Matthew J.
Maguire, Nicola K.	Petersen, Matthew J.	Schmarak, Bradley S.
Mahone, Glenn R.	Peterson, Kurt C.	Scogin, Hugh T. (former)
Maiden, Todd O.	Philipps, Richard P. (former)	Scott, Michael T.
Mantell, Nanette W. (former)	Phillips, Robert D.	Seaman, Charles H.
Martin, James C.	Phillips, Robert N.	Sedlack, Joseph M.
Martini, John D.	Pierre, Yvan-Claude J.	Sessa, Stephen E.
McAllister, David J.	Pike, Jonathan R.	Shanus, Stuart A.
McCarroll, James C.	Poe, Alexandra (NMI)	Sharma, Asha Rani
McConnell, Stephen J.	Pollack, Michael B.	Shaw, Nicholas J.
McDavid, George E.	Powell, David C.	Shay-Byrne, Olivia
McGarrigle, Thomas J.	Pryor, Gregor J.	Short, Carolyn P.
McNair, James E.	Quenby, Georgia M.	Shugrue, John D.
Melodia, Mark S.	Radley, Lawrence J.	Siev, Jordan W.
Mercadante, James A.	Raju, Ajay K. (former)	• Sigelko, Duane F. (former)
Metro, Joseph W.	Rawles, Douglas C.	Simons, Robert P.
Miller, Edward S.	Raymond, Peter D.	Singer, Paul M. (former)
Miller, Jesse L.	Reid, Graham M.	Skrein, Stephen P.
Miller, Steven A.	Reinke, Donald C.	Slater, Phillip B. (former)
Min, Catharina Y.	• Robinson, Richard A. (former)	Smersfelt, Kenneth N.
Moberg, Marilyn A.	Roche, Brian D.	Smith, John Lynn
Mok, Kar Chung	Rosen, Barry S.	Smith, Robert M.
Moller, Charlotte (NMI)	• Rosenbaum, Joseph I. (former)	Snyder Bagnell, Nicolle R.
Morrison, Alexander David	Rosenberg, Carolyn H.	Sollie, Kyle O.
Munsch, Martha Hartle	Roth, Robert A.	Sorensen, Anker (NMI)
Napolitano, Perry A.	Rowan, Vincent B.	Spafford, Richard A.
Naugle, Louis A. (former)	Rubenstein, Donald P.	Speed, Nicholas P.
Nelson, Jack R.	Ryan, Catherine S.	Springer, Claudia Z.
Nicholas, Robert A.	Rydstrom, Kirsten R.	Stanley, David E.
O'Brien, Kathyleen A.	Rymer, Philip R.	Stephenson, Leon (NMI)
O'Donoghue, Cynthia (NMI)	Sanders, James L.	Stewart, II, George L.
O'Neil, Mark T.		Stimpson, Barry P.
		Suddath, Thomas H.

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

Special Exception Attachment to Par. 1(c)

DATE: March 10, 2015
(enter date affidavit is notarized)

122349b

for Application No. (s): SE 2013-HM-016
(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, VA 22042

[CONTINUED]

(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)

Suss, Philipp T.	Added as of February 12, 2014:	Added as of December 29, 2014:
Swinburn, Richard G.		
Tandler, James R.	Alfieri, Paul M.	Brocklesby, Nicholas (NMI)
Tashman, Matthew E.	Armao, Joseph P.	Johnson, Gary C.
Taylor, Andrew D.	Berman, Patricia Dondanville	O'Neil, Michael (NMI)
Taylor, Philip M.	Boranian, Steven J.	Rammelt, David A.
Teare, Peter A.	Brown, Bryan K.	Samant, Prajakt K.
Temple, Mark D.	Dakessian, Mardiros H.	Yuffee, Michael A.
Terras, Alexander (NMI)	Hagan, John F., Jr.	
Thallner, Jr., Karl A.	Hatfield, Jacqueline A.	Equity Partners as of January 1, 2015:
Thomas, Alexander Y.	Hryck, David M.	
• Thompson, David A. (former)	Katsambas, Panagiotis (NMI)	Beiersdorf, Oliver K.
Thompson, Gary S.	Klett, Dr. Alexander R., LL.M.	Ferak, Tracy G.
• Tocci, Gary M. (former)	Korenblatt, Jeffrey S.	Fox, Caspar L.
Tompkins, Benjamin F.	Lackert, Clark W.	Gordon, Vincent R.
Toms, Jason (NMI)	Lackner, Marc A.	Howes, Dwight A.
Turner, Paul B.	MacElhone, Isabelle (NMI)	Jones, Tyree P.
Vishneski, John S.	Minniti, Cindy Schmitt	Lee, Michael P.
Vitsas, John L.	Mitchell, Jonah D.	Maira, Thomas G.
von Waldow, Arnd N.	Richthammer, Dr. Etienne (NMI)	Miner, Brian C.
Watt, Christopher B.	Schryber, John W.	Rogan, Edward G.
Weiss, David E.	Solomon, Jonathan (NMI)	Rudnicki, Leah T.
Weissman, David L.	Suleman, Sakil A.	Sher, Lawrence S.
Weissman, Sonja S.	Theodorou, Demitris C.	s'Jacob, Oliver P.
Weller, Charles G.	Watterson, Kim M.	Wilkins, Robert A.
Wells, Kristin I.	Wong, Patrick Ho Yin	Young, Michael J.
Wilkinson, James F.		Yu, Desmond (NMI)
Wilkinson, John N.		
Wolff, Sarah R.		Added as of March 10, 2015:
Wood, Douglas J.		
Yam, Perry (NMI)		• Cadwell, Kevin E.
Yan, Betty (NMI)		
Yan, Jay J.		
Yoo, Thomas J.		
Zaman, Peter O.		
Zoeller, Lee A.		
Zurzolo, Tracy L.		

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

SPECIAL EXCEPTION AFFIDAVIT

DATE: March 10, 2015
(enter date affidavit is notarized)

122349b

for Application No. (s): SE 2013-HM-016
(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 "Special Exception Attachment to Par. 2" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: March 10, 2015
(enter date affidavit is notarized)

122349 b

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.)

- John C. Ulfelder, a member of the Fairfax County Planning Commission, was previously represented by Grayson P. Hanes of Reed Smith LLP in an unrelated legal matter.

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 "Special Exception 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 [x] Applicant's Authorized Agent

David S. Houston, Esq.
(type or print first name, middle initial, last name, and & title of signee)

Subscribed and sworn to before me this 10th day of March 20 15, in the State/Comm. of Virginia, County/City of Fairfax.

J. Brown
Notary Public

My commission expires: August 31, 2016
Notary Registration No. 153632

