



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: April 2, 2015

TO: Bob Katai, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

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

SUBJECT: Affidavit
Application No.: PCA 2004-RP-044-04, CDPA/FDPA 2004-PR-044
Applicant: Tysons Corner Property Holdings LLC and
Tysons Corner Holdings LLC
PC Hearing Date: 7/22/15
BOS Hearing Date: Not yet scheduled

REF.: 128139

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 12/19/14, which bears my initials and is numbered 128139, when you prepare the staff report.

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: December 19, 2014
(enter date affidavit is notarized)

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

128139

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

in Application No.(s): PCA 2004-PR-044- 0Z, CDPA/FDPA 2004-PR-044
(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)
Tysons Corner Property Holdings LLC Agents: John E. Harrison Hillary K. Zahn Charles W. Krueger Robert R. Jones Ron C. Lorch	c/o The Macerich Company 401 Wilshire Boulevard, Suite 700 Santa Monica, CA 90401	Applicant/Title Owner of 29-4 ((1)) 35A
Tysons Corner Holdings LLC Agents: John E. Harrison Hillary K. Zahn Charles W. Krueger Robert R. Jones Ron C. Lorch	c/o The Macerich Company 401 Wilshire Boulevard, Suite 700 Santa Monica, CA 90401	Applicant/Title Owner of 39-2 ((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: December 19, 2014

(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044-02, CDPA/FDPA 2004-PR-044
(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)
Sasaki Associates, Inc. Agents: Neil J. Dean Alan L. Ward Joel A. Smith George A. Koumoutsos	64 Pleasant Street Watertown, MA 02472	Landscape Architect
M.J. Wells & Associates, Inc. Agents: Robin L. Antonucci Kevin R. Fellin William F. Johnson Jami L. Milanovich John F. Cavan, IV Justin B. Schor Lester E. Adkins	1420 Spring Hill Road, Suite 610 Tysons, VA 22102	Traffic Engineer
Walker Parking Consultants Agents: Michael P. Albers	565 East Swedesford Road, Suite 300 Wayne, PA 19087	Parking Consultant
Stantec Consulting Services Inc. Agents: Jeffrey T. Lohr Stacie L. Kurzhals Joshua E. Orndorff Matthew S. Martin Matthew B. Hogan Jeffery L. Miller Dennis A. Vazquez-Cancel William D. Beisch	4500 Daly Drive, Suite 100 Chantilly, VA 20151	Civil Engineer

(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: December 19, 2014
 (enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
 (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)
RTKL Associates Inc. Agents: Marcus W. Fairbrother John J. Becker Nicholas J. Corcoran Antonio A. D'Agostino Peter M. Kulebs Christine E. Aiken Tyler T. Brown Michael T. Steinmetz Jeffrey J. Gunning Dallas W. Branch Phillip W. Blase Honorio R. Villanueva David L. McMillin Kathleen M. Callaghan Claire M. Tranter	901 South Bond Street Baltimore, MD 21231	Architect
Cooley LLP Agents: Antonio J. Calabrese Mark C. Looney Colleen P. Gillis Jill S. Parks Brian J. Winterhalter Shane M. Murphy Jeffrey A. Nein Ben I. Wales Molly M. Novotny Katherine P. Humphrey	11951 Freedom Drive Reston, VA 20190	Attorney

(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: December 19, 2014
(enter date affidavit is notarized)

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for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(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)

Tysons Corner Property Holdings LLC
c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

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)

Tysons Corner Property LLC

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

Officers - none (a member-managed limited liability company)
Directors - none

(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

Tyson's Corner Property LLC
c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

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)

Alaska Permanent Fund Corporation
MACW Tysons, LLC

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

Officers - none (a member-managed limited liability company)
Directors - none

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

Alaska Permanent Fund Corporation
801 West 10th Street, Suite 302
Juneau, AK 99801

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)

Alaska Permanent Fund Corporation is owned by the State of Alaska

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

William G. Moran, Jr., Chair	Larry (nmi) Cash, Trustee	Angela (nmi) Rodell, Trustee
Carl F. Brady, Jr., Vice Chair	Gary (nmi) Dalton, Trustee	Lawrence L. Hartig, Trustee
Michael J. Burns, CEO, Exec. Dir., 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)

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for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

Tysons Corner Holdings LLC \\
c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

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)

Tysons Corner LLC \

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

Officers - none (a member-managed limited liability company)
Directors - none

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

Tysons Corner LLC, c/o The Macerich Company \\
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

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)

Alaska Permanent Fund Corporation \\
MACW Tysons, LLC

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

Officers - none (a member-managed limited liability company)
Directors - none

(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): PCA 2004-PR-044- 02 , CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

MACW Tysons LLC, c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

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)

MACWH, LP

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

Thomas J. Leanse, SEVP, CLO & Sec.
Eric V. Salo, EVP
Tim J. Steffan, SVP

(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): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

Walleye Retail Investments LLC, c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

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)

Macerich Walleye LLC
Walleye LLC

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

- Arthur M. Coppola, Chair & CEO
Edward C. Coppola, President
Thomas J. Leanse, SEVP, CLO & Sec.
Dana K. Anderson, Vice Chair
Thomas E. O'Hern, SEVP, CFO & Treas.
Randy L. Brant, EVP
Robert D. Perlmutter, EVP
Eric V. Salo, EVP
Robert F. Beffa, SVP
Jamie (nmi) Bourbeau, SVP
Chet A. Cramin, SVP
Christopher J. Facas, SVP
Don M. Foster, SVP
Doug J. Healey, SVP
Mark A. Jacoby, SVP
John P. Jones, SVP
Scott W. Kingsmore, SVP
Gene M. Kruger, SVP
Olivia B. Leigh, SVP
Tom J. Pendergrast, SVP
John (nmi) Perry, SVP
Madonna R. Shannon, SVP & Ass. Sec.
David M. Short, SVP
Michael (nmi) Slavin, SVP
Stephen L. Spector, SVP
Tim J. Steffan, SVP
Thomas C. Unis, SVP
Kenneth (nmi) Volk, SVP
Christopher J. Zecchini, SVP

(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)Macerich Walleye LLC, c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401**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)

The Macerich Partnership, L.P.

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

Arthur M. Coppola, Chair & CEO	Mark A. Jacoby, SVP
Edward C. Coppola, President	John P. Jones, SVP
Thomas J. Leanse, SEVP, CLO & Sec.	Scott W. Kingsmore, SVP
Dana K. Anderson, Vice Chair	Gene M. Kruger, SVP
Thomas E. O'Hern, SEVP, CFO & Treas.	Olivia B. Leigh, SVP
Randy L. Brant, EVP	Tom J. Pendergrast, SVP
Robert D. Perlmutter, EVP	John (nmi) Perry, SVP
Eric V. Salo, EVP	Madonna R. Shannon, SVP & Ass. Sec.
Robert F. Beffa, SVP	David M. Short, SVP
Jamie (nmi) Bourbeau, SVP	Michael (nmi) Slavin, SVP
Chet A. Cramin, SVP	Stephen L. Spector, SVP
Christopher J. Facas, SVP	Tim J. Steffan, SVP
Don M. Foster, SVP	Thomas C. Unis, SVP
Doug J. Healey, SVP	Kenneth (nmi) Volk, SVP
	Christopher J. Zecchini, SVP

(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): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

Walleye LLC, c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

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)

The Macerich Partnership, L.P.\

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

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

- | | |
|--------------------------------------|-------------------------------------|
| Arthur M. Coppola, Chair & CEO | Mark A. Jacoby, SVP |
| Edward C. Coppola, President | John P. Jones, SVP |
| Thomas J. Leanse, SEVP, CLO & Sec. | Scott W. Kingsmore, SVP |
| Dana K. Anderson, Vice Chair | Gene M. Kruger, SVP |
| Thomas E. O'Hern, SEVP, CFO & Treas. | Olivia B. Leigh, SVP |
| Randy L. Brant, EVP | Tom J. Pendergrast, SVP |
| Robert D. Perlmutter, EVP | John (nmi) Perry, SVP |
| Eric V. Salo, EVP | Madonna R. Shannon, SVP & Ass. Sec. |
| Robert F. Beffa, SVP | David M. Short, SVP |
| Jamie (nmi) Bourbeau, SVP | Michael (nmi) Slavin, SVP |
| Chet A. Cramin, SVP | Stephen L. Spector, SVP |
| Christopher J. Facas, SVP | Tim J. Steffan, SVP |
| Don M. Foster, SVP | Thomas C. Unis, SVP |
| Doug J. Healey, SVP | Kenneth (nmi) Volk, SVP |
| | Christopher J. Zecchini, SVP |

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for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

The Macerich Company, c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly traded as MAC on the NYSE, and no shareholder owns more than 10% of Tysons Corner Property Holdings LLC or Tysons Corner Holdings LLC

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

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

Arthur M. Coppola, Chair, CEO, & Dir.	Robert F. Beffa, SVP	Douglas D. Abbey, Dir.
Edward C. Coppola, President & Dir.	Jamie (nmi) Bourbeau, SVP	Fred S. Hubbell, Dir.
Dana K. Anderson, Vice Chair & Dir.	Chet A. Cramin, SVP	Diana M. Laing, Dir.
Thomas J. Leanse, SEVP, CLO & Sec.	Christopher J. Facas, SVP	Stanley A. Moore, Dir.
Thomas E. O'Hern, SEVP, CFO & Treas.	Don M. Foster, SVP	Mason G. Ross, Dir.
Randy L. Brant, EVP	Doug J. Healey, SVP	William P. Sexton, Dir.
Robert D. Perlmutter, EVP	Mark A. Jacoby, SVP	Steven L. Soboroff, Dir.
Eric V. Salo, EVP	John P. Jones, SVP	Andrea M. Stephen, Dir.
	Scott W. Kingsmore, SVP	John M. Sullivan, Dir.
	Gene M. Kruger, SVP	
	Olivia B. Leigh, SVP	
	Tom J. Pendergrast, SVP	
	John (nmi) Perry, SVP	
	Madonna R. Shannon, SVP & Ass. Sec.	
	David M. Short, SVP	
	Michael (nmi) Slavin, SVP	
	Stephen L. Spector, SVP	
	Tim J. Steffan, SVP	
	Thomas C. Unis, SVP	
	Kenneth (nmi) Volk, SVP	
	Christopher J. Zecchini, SVP	

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for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

Sasaki Associates, Inc.
64 Pleasant Street
Watertown, MA 02472

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)

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)

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. 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.)

(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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(enter County-assigned application number (s))

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

Walker Parking Consultants
565 East Swedesford Road, Suite 300
Wayne, PA 19087

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)

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)

Stantec Consulting Services Inc.
4500 Daly Drive, Suite 100
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

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

NAMES OF THE 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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

RTKL Associates Inc.
901 South Bond Street
Baltimore MD 21231

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)

ARCADIS North America

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

DATE: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(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)

Cooley LLP
11951 Freedom Drive
Reston, VA 20190

(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)

- Gian-Michele a Marca
- Jane K. Adams
- Maureen P. Alger
- DeAnna D. Allen
- Mazda K. Antia
- Orion (nmi) Armon
- Gordon C. Atkinson
- Michael A. Attanasio
- Jonathan P. Bach
- Charles J. Bair
- Celia Goldwag Barenholtz
- Frederick D. Baron
- Matthew S. Bartus
- Michael D. Basile
- Keith J. Berets
- Laura Grossfield Birger

(check if applicable) [X] 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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 07, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)Cooley LLP (continued)
11951 Freedom Drive
Reston, VA 20190(check if applicable) The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Thomas A. Blinka	Eric W. Doherty	Patrick P. Gunn
Barbara L. Borden	William P. Donovan, Jr.	Divakar (nmi) Gupta
Jodie M. Bourdet	Michelle C. Doolin	Sarah J. Guske
Wendy J. Brenner	Joseph M. Drayton	Jeffrey M. Gutkin
Matthew J. Brigham	Christopher (nmi) Durbin	John B. Hale
James P. Brogan	John C. Dwyer	Danish (nmi) Hamid
Nicole C. Brookshire	Shannon (nmi) Eagan	Ray (nmi) Hartman
Matthew D. Brown	Eric (nmi) Edwards	Bernard L. Hatcher
Alfred L. Browne III	Ivor R. Elrifi	Matthew B. Hemington
Matthew T. Browne	Heidi A. Erlacher	Cathy Rae Hershcopf
Peter F. Burns	Gordon H. Empey	Gordon (nmi) Ho
Blain B. Butner	Sonya F. Erickson	Lila W. Hope
John T. Byrnes	Michael R. Faber	C. Thomas Hopkins
Robert T. Cahill	Lester J. Fagen	Mark M. Hrenya
Antonio J. Calabrese	Jesse D. Farmer	Brendan J. Hughes
Christopher C. Campbell	Brent D. Fassett	Christopher R. Hutter
William Lesse Castleberry	John R. Feore, Jr.	Jay R. Indyke
Lynda K. Chandler	M. Wainwright Fishburn, Jr.	Craig D. Jacoby
Reuben H. Chen	Jennifer Fonner Fitchen	Eric C. Jensen
Dennis (nmi) Childs	Thomas J. Friel, Jr.	Robert L. Jones
William T. Christiansen, II	Francis (nmi) Fryscak	Barclay J. Kamb
Sean M. Clayton	Koji F. Fukumura	Richard S. Kanowitz
Samuel S. Coates	James F. Fulton, Jr.	Kimberly J. Kaplan-Gross
Jeffrey L. Cohen	William S. Galliana	Matthew A. Karlyn
Thomas A. Coll	W. Andrew H. Gantt III	Jeffrey S. Karr
Joseph W. Conroy	Stephen D. Gardner	Sally A. Kay
Carolyn L. Craig	Jon E. Gavenman	Heidi M. Keefe
John W. Crittenden	Colleen P. Gillis	Jason L. Kent
Janet L. Cullum	Jonathan C. Glass	Mehdi (nmi) Khodadad
Nathan K. Cummings	Michael B. Goldstein	Charles S. Kim
John A. Dado	Wendy C. Goldstein	Kevin M. King
Scott D. Dailard	Kathleen A. Goodhart	Michael J. Klisch
Benjamin G. Damstedt	Lawrence C. Gottlieb	Jason M. Koral
Craig E. Dauchy	Shane L. Goudey	Barbara A. Kosacz
Renee R. Deming	William E. Grauer	Kenneth J. Krisko
Darren K. DeStefano	Jonathan G. Graves	Carol Denise Laherty
	jacqueline I. Grise	
	Kenneth L. Guernsey	

(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044-02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

Cooley LLP (continued)
11951 Freedom Drive
Reston, VA 20190

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

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

- | | | |
|------------------------|-------------------------|-------------------------------|
| Mark F. Lambert | Patrick J. Mitchell | Kevin K. Rooney |
| Matthew E. Langer | Ali M.M. Mojdehi | Adam J. Ruttenberg |
| Samantha M. LaPine | Ann M. Mooney | Thomas R. Salley III |
| John G. Lavoie | Timothy J. Moore | Jessica Valenzuela Santamaria |
| Pang (nmi) Lee | William B. Morrow, III | Glen Y. Sato |
| Robin J. Lee | Howard (nmi) Morse | Martin S. Schenker |
| Louis (nmi) Lehot | Frederick T. Muto | Joseph A. Scherer |
| Jamie K. Leigh | Danielle E. Naftulin | Marc G. Schildkraut |
| Shira Nadich Levin | Ryan E. Naftulin | William J. Schwartz |
| Alan (nmi) Levine | Jeremy M. Naylor | Ellen A. Scordino |
| Michael S. Levinson | Stephen C. Neal | Audrey K. Scott |
| Stephanie (nmi) Levy | Edward J. O'Connell | John H. Sellers |
| Elizabeth L. Lewis | Ian (nmi) O'Donnell | Ian R. Shapiro |
| Michael R. Lincoln | Kathleen (nmi) Pakenham | Michael N. Sheetz |
| James C. T. Linfield | Timothy G. Patterson | C. Christopher Shoff |
| Samuel M. Livermore | Anne H. Peck | Jordan A. Silber |
| Douglas P. Lobel | D. Bradley Peck | Brent B. Siler |
| J. Patrick Loofbourrow | David G. Peinsipp | Ian D. Smith |
| Mark C. Looney | Nicole K. Peppe | Stephen R. Smith |
| Robert B. Lovett | Robert W. Phillips | Whitty (nmi) Somvichian |
| Andrew P. Lustig | Susan Cooper Philpot | Wayne O. Stacy |
| Thomas O. Mason | Frank V. Pietrantonio | Anthony M. Steigler |
| Jennifer (nmi) Massey | Mark B. Pitchford | Steven M. Strauss |
| Joshua O. Mates | Michael L. Platt | James N. Strawbridge |
| Michael J. McGrail | Christian E. Plaza | M. Anne Swanson |
| John T. McKenna | Aaron M. Pomeroy | C. Scott Talbot |
| Bonnie Weiss McLeod | Marya A. Postner | Mark P. Tanoury |
| Mark A. Medearis | Steve M. Przesmicki | Joseph (nmi) Teja, Jr. |
| Laura M. Medina | Seth A. Rafkin | Gregory C. Tenhoff |
| Beatriz (nmi) Mejia | Frank F. Rahmani | Michael E. Tenta |
| Craig A. Menden | Marc (nmi) Recht | Timothy S. Teter |
| Erik B. Milch | Michael G. Rhodes | Michael (nmi) Tollini |
| Chadwick L. Mills | Michelle S. Rhyu | Michael S. Tuscan |
| David E. Mills | Lyle (nmi) Roberts | Jay (nmi) Vaughn |
| J. Kevin Mills | John W. Robertson | Miguel J. Vega |
| | Ricardo (nmi) Rodriguez | Erich E. Veitenheimer III |
| | Kenneth J. Rollins | |

(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

Cooley LLP (continued)
11951 Freedom Drive
Reston, VA 20190

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

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

Aaron J. Velli
David A. Walsh
Mark B. Weeks
Mark R. Weinstein
Thomas S. Welk
Peter H. Werner
Francis R. Wheeler
Geoffrey T. Willard
Andrew S. "Drew" Williamson
Peter J. Willsey
Mark Windfeld-Hansen
David J. Wittenstein
Nancy H. Wojtas
Amy M. Wood
J. Peyton Worley
Nan (nmi) Wu
Babak (nmi) Yaghmaie
David R. Young
Christina (nmi) Zhang
Kevin J. Zimmer

(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: December 19, 2014

128139

(enter date affidavit is notarized)

for Application No. (s): PCA 2004-PR-044-02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

MACWH, LP
c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

(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**)

Limited Partners: \ Walleye Retail Investments LLC \ \ DB Holdings LLC* \ Judy W. Linehan \ M. Colleen Wilmot \ Daniel H. Wilmot \ Dennis A. Wilmot \ James R. Wilmot \ Kevin R. Wilmot \ Michael T. Wilmot \ Patrick W. Wilmot \ Sallie A. Wilmot \ Thomas C. Wilmot \ William B. Wilmot \ Jamie L. Cesere \ Michael P. Linehan \ Thomas C. Wilmot Trust fbo James Albert Wilmot* \ Loretta W. Conroy \ Paul J. Wilmot \ Thomas C. Wilmot, Jr. \ Great Northern Holdings, LP* \ LGW Holdings, LP* \ Maywil Associates, L.P.* \ Rotterdam Holdings, L.P.* \ Syracuse Venture Assoc.* \ Danmall Property, Inc.* \ GEM, Inc.* \ GMT, LLC* \ Wilmorite, Inc.* \ Freecorp Property, Inc.* \ Freehold Raceway Mall, Inc.*	\ Hudwil Properties, Inc.* \ Willey Property, Inc.* \ Wilridge Property, Inc.* \ Wilsar Property, Inc.* \ John W. Anderson \ John W. and Colleen M. Anderson Family Foundation Inc.* \ James L. Backus \ Kenneth A. Caschette \ Ronald A. Cocquyt \ Alfred W. Friedrich \ John E. Kelly \ John R. Kraus \ Robert (nmi) Coleman \ *Does not own more than 10% of Tysons Corner Property Holdings LLC or Tysons Corner Holdings LLC	General Partner: \ Walleye Retail Investments LLC \
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(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)The Macerich Partnership, L.P.
c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401(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)

Limited Partners:	Stephen D. Rausch, Trustee of the Rausch Family Trust of 2003 Dated February 8, 2003 *	Lawrence R. Lanctot and Jane J. Lanctot as Co-Trustees of the Robert E. and Jane Lanctot Survivors Trust u/t/a 10/18/2002 *
- The Macerich Company (public REIT)	The Siegel Survivors Trust *	Lawrence R. Lanctot and Jane J. Lanctot as Co-Trustees of the Robert E. and Jane Lanctot Marital Trust u/t/a 10/18/2002 *
Dana K. Anderson and Nancy Sue Anderson, as Trustees of the Anderson Family Trust *	The Siegel Family Trust *	Lawrence R. Lanctot and Jane J. Lanctot as Co-Trustees of the Robert E. and Jane Lanctot Exemption Trust u/t/a 10/18/2002*
Richard A. Bayer and Shelley A. Bayer, Trustees, the Bayer Trust dated March 25, 1999*	Samantha Siegel Revocable Trust, effective December 5, 2013*	Stephen T. Lanctot
William P. Beatson	Article Fourth Trust u/a/d 2/27/07 f/b/o Evan Siegel *	Teresa M. When
Randy Brant	Michael F. Siegel	Lawrence R. Lanctot and Lelia A. Lanctot, Co-Trustees of the Lawrence R. and Lelia A. Lanctot 1996 Family Trust uta June 13, 1996, as amended *
Scott Burchard	Mikki Siegel	Morshead Family Trust *
Michael Busenhart	Nathan Sims	S.R. & Patricia T. Stofle
Claude Keyzers Trust UTA 9/30/83 *	Dane Smith	Catherine Wyler Trust *
Coppola Investments LLC*	Abraham H. Taff Revocable Trust of 2007 *	Judy Wyler Trust *
Arthur Coppola	TR U/W/O Samuel Nassi, Albert Nassi & David Licht, Trustees *	Melanie Wyler Trust *
Coppola Portfolio LLC*	Charles Waldron	David Wyler Trust *
Edward Coppola	Arthur W. Forte	Richard H. Gould Living Trust *
Edward C. Coppola, Jr. and Nancy E. Coppola 2012 Grantor Trust*	Salisbury-Springhill Limited Partnership *	John Gatto
Eleanor P. Coppola	Timothy G. Sheehan	
Michael Coppola	Silvia Breiholz, Trustee, Sylvia Breiholz Declaration of Trust dated March 25, 1987*	
Elizabeth Ann DeMartin	Michael Franchetti	
Anthony Grossi	Sherry Franchetti	
Keith & Florence Smith TR 8/7/90 *	Irene S. Kivitz Living Trust *	
Thomas Lease	Seaport Ventures L.P.*	
Albert Thomas Nassi		
Northwestern Mutual Life *		
Thomas O'Hern		
Tom Pendergrast		
Robert Perlmutter		
Eric Salo		

(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

The Macerich Partnership, L.P. (continued)
c/o The Macerich Company
401 Wilshire Boulevard, Suite 700
Santa Monica, CA 90401

(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)

- Constance B. Sheehan, Trustee of the
- Constance B. Sheehan Trust dated 9/22/03*
- John & Carmen Aitken Trust *
- Linda Lee Boyd, as Trustee of the Linda
- Lee Boyd Survivor's Trust*
- Kevin B. Clahan
- Eugenia K. Clahan
- James & Wera Clough Trust *
- Jacobs Group Partnership *
- Henry Jacobson
- Mary Lou Fisher Jacobsen as Trustee under
- Trust Agreement dated 9/2/94 *
- Carol Ann Rosenberg Revocable Trust *
- Daniel Spiegelman
- Robert G. and Betty A. Spiegelman
- Consolidated Living Trust *
- Wilkinson Revocable Trust *
- Newman Marital QTIP Trust *
- Leroy H. Brettin, as Trustee of the Brettin
- Family Trust *
- Macerich SCG GP Corp. *
- Macerich Great Falls GP Corp. *
- Southwest Associates Investments, LLC *
- El Camino Associates *
- Charles Carlise
- MACDAN Corp. *

General Partner:
The Macerich Comapny (public REIT)

* Does not own 10% or more of Tysons
Corner Property Holdings LLC or Tysons
Corner Holdings LLC

(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(enter County-assigned application number (s))

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

ARCADIS North America
630 Plaza Drive, Suite 100
Highlands Ranch CO

(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: ARCADIS N.V., owns
99% of ARCADIS North America, is
publicly traded, and no one shareholder
owns 10% or more of RTKL Associates
Inc.

General Partner: ARCADIS USA B.V.,
owns 1% of ARCADIS North America,
and is wholly owned by ARCADIS N.V.,
however, no one shareholder owns 10% or
more of RTKL Associates Inc.

(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(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: December 19, 2014
(enter date affidavit is notarized)

128139

for Application No. (s): PCA 2004-PR-044- 02, CDPA/FDPA 2004-PR-044
(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 [x] Applicant's Authorized Agent
Jill S. Parks

Jill S. Parks, Esq.

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

Subscribed and sworn to before me this 19th day of December 20 14, in the State/Comm. of Virginia, County/City of Fairfax.

Notary Public signature



My commission expires: 1/31/18