



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: September 11, 2015

TO: Michael Lynskey, 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 86-S-071-04 and RZ/FDP 2015-SU-002
Applicant: JLB Realty LLC
PC Hearing Date: 10/14/15
BOS Hearing Date: 10/20/15

REF.: 128527

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 9/10/15 which bears my initials and is numbered **128527a**, 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: September 10, 2015
(enter date affidavit is notarized)

128527a

I, Mark C. Looney, 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

in Application No.(s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(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)
Trinity Centre Land LLC Agents: Laura M. Dunn	c/o Spear Street Capital One Market Plaza, Suite 4125 San Francisco, CA 94105	Title Owner
JLB Realty LLC Agents: Martin T. Mankowski J. Graham Brock	3890 W. Northwest Highway, Suite 700 Dallas, TX 75220	Applicant/Contract Purchaser

(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: September 10, 2015

128527a

(enter date affidavit is notarized)

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002

(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)
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	Transportation Engineer/Agent
KTGY Group, Inc. Agents: Mark D. Drake Adam C. Hale Rohit (nmi) Anand	8605 Westwood Center Drive Tysons, VA 22182	Architect/Agent
Kimley-Horn and Associates, Inc. Agents: Adam J. Steiner Jacqueline N. Johnson W. Davis Walker Paige L. Ida (Former)	11400 Commerce Park Drive Reston, VA 20191	Landscape Architect/Agent
VIKA Virginia, LLC Agents: John F. Amatetti Robert R. Cochran P. Christopher Champagne Joseph D. Amatetti Michael R. Congleton J. Thomas Harding Katelyn E. Antonucci	8180 Greensboro Drive, Suite 200 Tysons, VA 22102	Civil Engineer/Agent
VIKA, Incorporated Agent: John F. Amatetti	8180 Greensboro Drive, Suite 200 Tysons, VA 22102	Civil Engineer/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: September 10, 2015

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
 (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)
Cooley LLP Agents: Antonio J. Calabrese, Esq. Mark C. Looney, Esq. Colleen P. Gillis, Esq. Jill S. Parks, Esq. Brian J. Winterhalter, Esq. Jeffrey A. Nein, Planner Ben I. Wales, Planner Molly M. Novotny, Planner Katherine P. Humphrey, Planner	11951 Freedom Drive Reston, VA 20190	Attorney/Agent for Title Owner and Applicant

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

REZONING AFFIDAVIT

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

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for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(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)

Trinity Centre Land LLC
c/o Spear Street Capital
One Market Plaza, Suite 4125
San Francisco, CA 94105

DESCRIPTION OF CORPORATION: (check one statement)

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

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

SSC III, L.P

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

John S. Grassi, Chairman and President
Rajiv (nmi) Patel, Vice President and Assistant Secretary
Susan L. Baker, Vice President, Treasurer, and Secretary

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

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

Rezoning Attachment to Par. 1(b)

DATE: September 10, 2015

(enter date affidavit is notarized)

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(enter County-assigned application number (s))

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

JLB Realty LLC
3890 W. Northwest Highway, Suite 700
Dallas, TX 75220

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)

JLB Partners LLC

=====

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)

JLB Partners LLC
3890 W. Northwest Highway, Suite 700
Dallas, TX 75220

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)

JLB Partners L.P
Compatriot Capital, Inc.

=====

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): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(enter County-assigned application number (s))

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

JLB Partners Management LLC
3890 W. Northwest Highway, Suite 700
Dallas, TX 75220

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)

Bay W. Miltenberger

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)

Paula Bosler Miltenberger 2005 Irrevocable Trust
3890 W. Northwest Highway, Suite 700
Dallas, TX 75220

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)

Beneficiary: Paula Bosler Miltenberger

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): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Holly Bosler 2005 Irrevocable Trust
3890 W. Northwest Highway, Suite 700
Dallas, TX 75220

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)

Beneficiary: Holly (nmi) Bosler

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)

Heather Bosler 2005 Irrevocable Trust
3890 W. Northwest Highway, Suite 700
Dallas, TX 75220

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)

Beneficiary: Heather (nmi) Bosler

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

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

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

Compatriot Capital, Inc.
5949 Sherry Lane, Suite 1900
Dallas, TX 75225

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)

Sammons Equity Alliance, Inc.

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)

Sammons Equity Alliance, Inc.
5949 Sherry Lane, Suite 1900
Dallas, TX 75225

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)

Consolidated Investment Services, Inc.

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)

Consolidated Investment Services, Inc.
5949 Sherry Lane, Suite 1900
Dallas, TX 75225

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)

Sammons Enterprises, Inc.

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

=====

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

Sammons Enterprises, Inc.
5949 Sherry Lane, Suite 1900
Dallas, TX 75225

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)

All the shares of Sammons Enterprises, Inc. are held in an employee stock ownership plan trust (the "ESOP Trust"). No owner/beneficiary of the ESOP Trust owns directly or indirectly ten percent (10%) or more of JLB Realty LLC.

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

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

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

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 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)

KTGY Group, Inc.
8605 Westwood Center Drive
Tysons, VA 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)

John P. Tully
Jill D. Williams
Tricia A. Esser
Manny G. Gonzalez

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))

128527a

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

Kimley-Horn and Associates, Inc.
11400 Commerce Park Drive
Reston, VA 20191

DESCRIPTION OF CORPORATION: (check one statement)

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

NAMES OF THE 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)

VIKA Virginia, LLC
8180 Greensboro Drive, Suite 200
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)

John F. Amatetti	Mark G. Morelock
Charles A. Irish, Jr.	Jeffrey B. Amateau
Harry L. Jenkins	Kyle U. Oliver
Robert R. Cochran	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.

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

VIKA, Incorporated
8180 Greensboro Drive, Suite 200
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 SHAREHOLDER: (enter first name, middle initial, and last name)

John F. Amatetti	Mark G. Morelock
Charles A. Irish, Jr.	Jeffrey B. Amateau
Harry L. Jenkins	Kyle U. Oliver
Robert R. Cochran	P. Christopher Champagne

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)

SSC III Holdings, LLC
55 Whitney Avenue
New Haven, CT 06510

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 Endowment

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

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

Rezoning Attachment to Par. 1(b)

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(enter date affidavit is notarized)

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for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(enter County-assigned application number (s))

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

Yale University Endowment
55 Whitney Avenue
New Haven, CT 06510

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)

\ Not-for-profit entity with no individual owning 10% or more of Trinity Centre Land LLC

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)

The Trustees of Princeton University
One Nassau Hall
Princeton, NJ 08544

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)

\ Not-for-profit entity with no individual owning 10% or more of Trinity Centre Land LLC

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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DATE: September 10, 2015
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128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(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) 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
- Ann (nmi) Bevitt
- Laura Grossfield Birger

(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: September 10, 2015
(enter date affidavit is notarized)

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(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	Janet L. Cullum	William S. Galliani
Nicholas (nmi) Bolter	Nathan K. Cummings	W. Andrew H. Gantt III
Barbara L. Borden	John A. Dado	Jon E. Gavenman
Jodie M. Bourdet	Scott D. Dailard	Colleen P. Gillis
Wendy J. Brenner	Benjamin G. Damstedt	Jonathan C. Glass
David (nmi) Bresnick	Craig E. Dauchy	Michael B. Goldstein
Matthew J. Brigham	Mark (nmi) Deem	Wendy C. Goldstein
James P. Brogan	Renee R. Deming	Kathleen A. Goodhart
Nicole C. Brookshire	Darren K. DeStefano	Lawrence C. Gottlieb
Matthew D. Brown	Eric W. Doherty	Shane L. Goudey
Alfred L. Browne III	William P. Donovan, Jr.	William E. Grauer (Former)
Matthew T. Browne	Michelle C. Doolin	Jonathan G. Graves
Peter F. Burns	Joseph M. Drayton	Jacqueline I. Grise
Blain B. Butner	Matthew P. Dubofsky	Kenneth L. Guernsey
John T. Byrnes	Christopher (nmi) Durbin	Patrick P. Gunn
Robert T. Cahill	John C. Dwyer	Divakar (nmi) Gupta
Antonio J. Calabrese	Shannon (nmi) Eagan	Sarah J. Guske
Christopher C. Campbell	Eric (nmi) Edwards	Jeffrey M. Gutkin
William Lesse Castleberry	Ivor R. Elrifi	John B. Hale
Lynda K. Chandler	Gordon H. Empey	Danish (nmi) Hamid
Reuben H. Chen	Sonya F. Erickson	Laurence M. Harris
Dennis (nmi) Childs	Heidi A. Erlacher	Ray (nmi) Hartman
William T. Christiansen, II	Mark (nmi) Everiss	Bernard L. Hatcher
Sean M. Clayton	Michael R. Faber	Matthew B. Hemington
John A. Clendenin	Lester J. Fagen	Cathy Rae Hershkopf
Samuel S. Coates (Former)	Jesse D. Farmer	Gordon (nmi) Ho
Jeffrey L. Cohen	Brent D. Fassett	Nicholas A. Hobson
Thomas A. Coll	John R. Feore, Jr.	Lila W. Hope
Joseph W. Conroy	Christopher M. Finney	C. Thomas Hopkins
Christopher (nmi) Coulter	M. Wainwright Fishburn, Jr.	Richard M. Hopley
James (nmi) Crabtree	Jennifer Fonner Fitchen (Former)	Mark M. Hrenya
Carolyn L. Craig	Thomas J. Friel, Jr.	Brendan J. Hughes
John W. Crittenden	Francis (nmi) Fryscak	
	Koji F. Fukumura	
	James F. Fulton, Jr.	

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

Rezoning Attachment to Par. 1(c)

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

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(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**)

Christopher R. Hutter
Jay R. Indyke
Craig D. Jacoby
Eric C. Jensen
Robert L. Jones
Jeffrey M. Kaban
Barclay J. Kamb
Richard S. Kanowitz
Kimberly J. Kaplan-Gross
Matthew A. Karlyn (Former)
Jeffrey S. Karr
Sally A. Kay
Heidi M. Keefe
David R. Kendall
Jason L. Kent
Mehdi (nmi) Khodadad
Charles S. Kim
Kevin M. King
Benjamin H. Kleine
Michael J. Klisch
Jason M. Koral
Barbara A. Kosacz
Kenneth J. Krisko
Carol Denise Laherty
Mark F. Lambert
Matthew E. Langer
Samantha M. LaPine
John G. Lavoie
Pang (nmi) Lee
Robin J. Lee
Louis (nmi) Lehot (Former)
Jamie K. Leigh
Natasha V. Leskovsek
Shira Nadich Levin
Alan (nmi) Levine

Michael S. Levinson
Stephane (nmi) Levy
Elizabeth L. Lewis
Michael R. Lincoln
James C. T. Linfield
Samuel M. Livermore
Douglas P. Lobel
J. Patrick Loofbourrow
Mark C. Looney
Robert B. Lovett
Haibo J. Lu
Edward J. Lukins
Andrew P. Lustig
Thomas O. Mason
Jennifer (nmi) Massey
Joshua O. Mates
James J. Maton
Michael J. McGrail
Becket (nmi) McGrath
John T. McKenna
Bonnie Weiss McLeod
Mark A. Medearis
Laura M. Medina
Beatriz (nmi) Mejia
Craig A. Menden
Erik B. Milch
Chadwick L. Mills
David E. Mills
J. Kevin Mills
Patrick J. Mitchell
Ali M.M. Mojdehi
Ann M. Mooney
Timothy J. Moore
Howard (nmi) Morse
Phillip E. Morton
Frederick T. Muto
Danielle E. Naftulin

Ryan E. Naftulin
Jeremy M. Naylor
Stephen C. Neal
Edward J. O'Connell
Ian (nmi) O'Donnell
Rama (nmi) Padmanabhan
Kathleen (nmi) Pakenham
Timothy G. Patterson
Sarah E. Pearce
Anne H. Peck
D. Bradley Peck
David G. Peinsipp
Nicole (nmi) Peppe
Kevin J. Perry
Robert W. Phillips
Susan Cooper Philpot
Frank V. Pietrantonio
Mark B. Pitchford
Michael L. Platt
Christian E. Plaza
Aaron M. Pomeroy
Marya A. Postner
Steve M. Przesmicki
Seth A. Rafkin
Frank F. Rahmani
Marc (nmi) Recht
Michael G. Rhodes
Michelle S. Rhyu
Lyle D. Roberts
John W. Robertson
Ricardo (nmi) Rodriguez
Kenneth J. Rollins
Kevin K. Rooney
Adam J. Rutenberg

(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: September 10, 2015
(enter date affidavit is notarized)

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(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)Akash (nmi) Sachdeva
Thomas R. Salley III
Jessica Valenzuela Santamaria
Glen Y. Sato
Martin S. Schenker
Joseph A. Scherer (Former)
Marc G. Schildkraut
William J. Schwartz
Ellen A. Scordino
Audrey K. Scott
John H. Sellers
Ian R. Shapiro
Michael N. Sheetz
C. Christopher Shoff
Jordan A. Silber
Brent B. Siler
Ian D. Smith
Stephen R. Smith
Whitty (nmi) Somvichian
Wayne O. Stacy
Anthony M. Steigler
Justin M. Stock
Steven M. Strauss
James N. Strawbridge (Former)
M. Anne Swanson
C. Scott Talbot
Mark P. Tanoury
Joseph (nmi) Teja, Jr.
Gregory C. TenhoffMichael E. Tenta
Timothy S. Teter
Michael (nmi) Tollini
Michael S. Tuscan
Joseph J. Vaughn
Miguel J. Vega
Erich E. Veitenheimer III
Aaron J. Velli
David A. Walsh
Mark B. Weeks
Mark R. Weinstein
Thomas S. Welk
Peter H. Werner
Scott B. Weston
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
Jonathan (nmi) Yorke
David R. Young
Christina (nmi) Zhang
Kevin J. ZimmerAdditional:
Daniel I. Goldberg
William N. Haddad
Joshua A. Kaufman
Natasha (nmi) Kaye (Former)
Nicola K. Maguire
Barbara R. Mirza
Garth A. Osterman
Yvan-Claude J. Pierre
John N. Wilkinson(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: September 10, 2015
 (enter date affidavit is notarized)

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
 (enter County-assigned application number (s))

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

SSC III, L.P.
 c/o Spear Street Capital
 One Market Plaza, Suite 4125
 San Francisco, CA 94105

(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:

Spear Street Capital, LLC*
SSC III Holdings, LLC
The Trustees of Princeton University
MIT Investments 2009, L.P.*
Yadkin III, LLC*
The Trustees of Columbia University in the City of New York*
The University of Chicago*
The Regents of the University of Michigan*
Clarendon Investment Partners II, L.P.*
Gothic Corporation*
238 Plan Associates LLC*
Board of Trustees of Michigan State University*
Northwestern University*
Silver Aggressive Growth Fund, L.P.*
UAF Fund, LP - PE Class Series*
Saunders Holdings, L.P.*
SFT Real Estate LLC (2007)*
Flag Real Assets Partners, L.P.*
Cheyne Walk Master Fund LP*
Verdis Real Assets Fund, L.P.*
The Duke Endowment*
Acrux Partners, LP*
Gothic ERP, LLC* | General Partner:

Spear Street Capital GP, LLC*

*Does not own 10% or more of Trinity Centre Land LLC |
|---|---|
-
- Marital Trust u/t Wythes Living Trust*
 Ronald B Master Fund LP*
 Frances C. Searle Charitable Trusts Partnership*
 John G. Searle Charitable Trusts Partnership*
 Anvest, L.P.*
 Christopher J. Marsico*

(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: September 10, 2015

(enter date affidavit is notarized)

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(enter County-assigned application number (s))

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

JLB Partners L.P.
3890 W. Northwest Highway, Suite 700
Dallas, TX 75220

(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:
JLB Partners Management LLC

Limited Partners:
Bay W. Miltenberger
Patricia D. Bosler
James L. Bosler
Paula Bosler Miltenberger 2005
Irrevocable Trust
Holly Bosler 2005 Irrevocable Trust
Heather Bosler 2005 Irrevocable Trust

(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: September 10, 2015
(enter date affidavit is notarized)

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(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: September 10, 2015
(enter date affidavit is notarized)

128527a

for Application No. (s): PCA 86-S-071-04 and RZ/FDP 2015-SU-002
(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 Applicant's Authorized Agent

Mark C. Looney, Esq.
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 10th day of September 2015, in the State/Comm. of Virginia, County/City of Fairfax.

Betty C. Leyshion
Notary Public

My commission expires: 10/31/2018

