



County of Fairfax, Virginia

MEMORANDUM

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

DATE: December 30, 2015

TO: Carmen Bishop, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

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

SUBJECT: Affidavit
Application No.: RZ 2014-MA-011
Applicant: Spectrum Development, LLC
PC Hearing Date: 2/12/15
BOS Hearing Date: 1/12/15

REF.: 125109

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 12/17/15, which bears my initials and is numbered 125109d, when you prepare the Final Board package.

Thank you for your cooperation.

Attachment

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

REZONING AFFIDAVIT

DATE: December 17, 2015
(enter date affidavit is notarized)

125109 d

I, Richard P. Buskell, 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): RZ 2014-MA-011
(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)
Spectrum Development, LLC Agents: Richard P. Buskell	1866 Amberwood Manor Court, Vienna, VA 22182 1866 Amberwood Manor Court, Vienna, VA 22182	Applicant/Contract/Purchaser/Lessor Agent/Contract Purchaser/Lessor/Power of Attorney for Proffers for Culmore Properties, LLC; Paul W. Byers; Kim S. Byers; Christopher Tran; Christina Tran; and My Le sb urg Pike , LLC.
Peter A. Batten	1028 S. Walter Reed Dr., #713, Arlington, VA 22204	Agent/Contract Purchaser/Lessor
Bobby G. Batten	112 Samuel Sharpe, Williamsburg, VA 23185	Agent/Contract Purchaser/Lessor
Law Office of William B. Lawson, PC William B. Lawson (FORMER) Melissa A Zeller (FORMER)	6045 Wilson Blvd., #100, Arlington, VA 22207 6045 Wilson Blvd., #100, Arlington, VA 22207 6045 Wilson Blvd., #100, Arlington, VA 22207	Attorney/Agent (FORMER) for Contract Purchaser Attorney/Agent (FORMER) for 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: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(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)
• Culmore Properties, LLC	7740 Legere Ct, Mclean, VA 22102	• Title Owner: 0612 18 0001; 0612 18 0002; 0612 18 0003; 0612 18 0004; • 0612 17D 0001
Paul W. Byers and Kim S. Byers	3425 Charles St., Falls Church, VA 22041	Title Owner: 0612 18 0005
Christopher Tran and Christinia Tran	3408-3410 Washington Dr., Falls Church, VA 22041	Title Owner: 0612 17D 0004; 0612 17D 0005
• GEICO a/k/a Government Employees Insurance Company Agent: Terrence Perkins	1 GEICO Plaza, 5260 Western Ave., Chevy Chase, MD 20815	• FORMER: Tille Owner 0612 17D 0001 • FORMER: Agent for Title Owner
My Leesburg, LLC	6437 Rolling Rd', Springfield, VA 22152	Title Owner: 0612 17D 0003
Metropolitan Asset Management, Inc. Kevin P. Adams Kenneth T. Sachs (Deceased)	6205 Old Keene Mill Dr., #100, Springfield, VA 22152	Broker/Agent for Applicant/Contract Purchaser Agent for Broker FORMER: Agent for Broker
Coldwell Banker Real Estate Corporation Ronal L. Temple	4600 Old Dominion Dr., Mington, VA 22207 4500 Old Dominion Dr., Mington, VA 22207	Broker/Agent for Applicant/Contract Purchaser Agent for Broker
GTM Architects, Incorporated Jeff Whittman	7735 Old Georgetown Rs., #700, Bethesda, MD 20814	Architect/Agent for Applicant/Contract Purchaser Agent for Architect
Kimley-Horn and Associates, Inc Jeffery Saxe Jacqui Johnson	11400 Commercial Park Dr. #400, Reston, VA 20191	Engineer/Agent for Applicant/Contract Purchaser Agent for Engineer Agent for Engineer
CVS 10320 VA, LLC Susan G. Reardon	One CVS Dr., Woonsocket, RI 02895 8330 Old Keene Mill Rd., Springfield, VA 22152	Lessee Agent for Lessee
First Order, LLC Jack Shoemaker	1700 Sullivan Trail, #13, Easton, PA 10840	Surveyor/Agent for Applicant/Contract Purchaser Agent for Surveyor
Smashburger Acquisition-DC-LLC Scott Crane	3900 East Mexico Ave., #1200, Denver, CO 80210	Lessee Agent for Lessee

(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.

Information updated since the printing of the 1/7/15 Staff Report.

Rezoning Attachment to Par. 1(a)

DATE: December 17, 2015
 (enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
 (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)
Baskin, Jackson & Duffell, PC (FORMER)	301 Park Avenue, Falls Church, VA 22046	Attorney/ Agent for Applicant/Contract Purchaser (FORMER)
William M . Baskin, Jr. (FORMER)	301 Park Avenue, Falls Church, VA 22046	Attorney/Agent (FORMER) for Contract Purchaser
John G. Jackson (FORMER)	301 Park Avenue, Falls Church, VA 22046	Attorney/Agent (FORMER) for Contract Purchaser
• Bailey's Crossroads I, LLC	1866 Amberwood Manor Court, Vienna, VA 22182	Contract Purchaser
• Agent: Richard P. Buskell	1866 Amberwood Manor Court, Vienna, VA 22182	Agent for Contract Purchaser.

(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.

Information added since the printing of the 1/7/15 Staff Report.

REZONING AFFIDAVIT

DATE: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(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)
Spectrum Development, LLC
1866 Amberwood Manor Court
Vienna, VA 22182

DESCRIPTION OF CORPORATION: (check one statement)

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

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

- Global Media, LLC-Member
- Elizabeth R. Buskell Revocable Trust-Member
- Richard P Buskell-Member/Manager

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

- Peter A. Batten-Manager
- Richard P. Buskell-MANAGER
- Bobby G. Batten-Manager

(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 17, 2015
(enter date affidavit is notarized)

125109 d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Global Media, LLC
112 Samuel Sharpe
Williamsburg, VA 23185

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)
Peter A. Batten
Bobby G. Batten

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. **President, Vice-President, Secretary, Treasurer, etc.**)
Peter A. Batten, Manager/Member
Bobby G. Batten, Manager/Member

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Elizabeth R. Buskell, Revocable Trust
1866 Amberwood Manor Court
Vienna, 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)
Elizabeth R. Buskell, sole beneficiary
Richard P. Buskell, beneficiary (FORMER)

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

(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 17, 2015
(enter date affidavit is notarized)

125109 d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Culmore Properties, LLC
7740 Legere Court
McLean, 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)
Jerry Waldrop

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

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

- GEICO a/k/a Government Employeys Insurance Company (FORMER)
1 GEICO Plaza
5260 Western Avenue
Chevy Chase, MD 20815

DESCRIPTION OF CORPORATION: (check one statement)

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)
• Berkshire Hathaway, Inc, (FORMER)

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

(ALL FORMER OFFICERS AND/OR DIRECTORS): Olza M. Nicely, Chairman & CEO; William E. Roberts, President & COO; Mike Campbell, Sr Vice President & CFO; Dana Proulx, Sr. Vice President & General Counsel; William Robinson, Corporate Secretary; George Rogers, Sr Vice President; Seth Ingall, Sr Vice President; Terrence Perkins, Vice President; Lois A. Simpson; Charles R. Davies; Fred Schmidt; Bill Hinson; Jason Stiles; David Schindler; Robert Miller; Richard A. Smith; Raul Alvarez; Marc E. Becker; V. Ann Hailey; Jessica M. Bibliowicz; Fiona P. Dias; Michael J. Williams; Brett White

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

• Information updated since the printing of the 11/15 Staff Report.

Rezoning Attachment to Par. 1(b)

DATE: December 17, 2015
(enter date affidavit is notarized)

125109 d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

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

- Berkshire Hathaway, Inc. (FORMER)
355 Farnam Street
Suite 1440
Omaha, NE 68131

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)

My Leesburg *P, Ke, LLC,*
6437 Rolling Road
Springfield, VA 22152

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)

Mehrdad Yavari

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

Mehrdad Yavari Manager/Member

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

• Information updated since the printing of the 1/7/15 Staff Report.

Rezoning Attachment to Par. 1(b)

DATE: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

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

Metropolitan Asset Management, Inc.
6205 Old Keene Mill Road
Springfield, VA 22152

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)

Kevin P. Adams
Kenneth T. Sachs (deceased)

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

Kevin P. Adams, President
Donald Kaltengaugh, Vice President
Arthur Lafionatis, Secretary

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

Coldwell Banker Commercial Affiliates, LLC
175 Park Avenue
Madison, NJ 07940

FORMER

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)

Realogy Holding Corp. Member

FORMER

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

Fred Schmidt, President & CEO; Bill Hinson, Vice President, Business Development; Jason Silfies, Vice President, Marketing & Tech.
Directors: Richard A. Smith; Raul Alvarez; Marc E. Becker; V. Ann Hailey; Jessica M. Bibliowicz; Fiona P. Dias; Michael J. Williams; Brett White.

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

Information updated since the printing of the 11/15 Staff Report.

Rezoning Attachment to Par. 1(b)

DATE: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ2014-MA-011
(enter County-assigned application number (s))

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

• Coldwell Banker Real Estate Corporation
10446 North 74th Street
Scottsdale, AZ 85258

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)

• Realogy Holding Corp.

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

Fred Schmidt, Pres & CEO; Bill Ainsworth, Bus. Development;
JASON G. ISLES, VP Marketing & Tech; Brett White, Dir.; Richard A. Smith, Dir.; Raul Alvarez, Dir.
MARCE. Becker, Dir.; Michael J. Williams, Dir.; Jesse A. Biblowicz, Dir.
Fiona P. Dias, Dir.; V. Ann Halley, Dir.

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.

• Information updated since the printing of the 11/15 Staff Report.

Rezoning Attachment to Par. 1(b)

DATE: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Realogy Holding Corp.
175 Park Avenue
Madison, NJ 02895

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)
GTM Architects, Incorporated
7735 Old Georgetown Road, Suite 700
Bethesda, MD 20814

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)
James C. Myers
George T. Myers
Barbara Magistro

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)
George T. Myers, President; James C. Myers, Vice President, Treasurer, Secretary; Richard J. Conrath, Vice President; Steve Mulholland, Vice President; David P. Konapelsky, Vice President; Barbara F. Magistro, Vice President; Richard Blessing, Vice President; Rolando Valdez; Jeff Whitman, Vice President; Clare Marino, Vice President; Colline Hernandez, Ayala, V.P.
Directors: James C. Myers; George T. Myers; Barbara Magistro

(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 17, 2015
(enter date affidavit is notarized)

125109 d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

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

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

Kimley-Horn and Associates Inc.
3001 Weston Parkway
CARY, NC. 27513

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.)

John C. Atz, President
Richard N. Cook, Vice President
Michael G. Schill, Executive Vice President

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

CVS 10320 VA, L.L.C.
One CVS Drive
Woonsocket, RI 02895

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)

Virginia CVS Pharmacy, L.L.C.
One CVS Drive
Woonsocket, RI 02895

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 17, 2015
(enter date affidavit is notarized)

125109 d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

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

Virginia CVS Pharmacy, L.L.C.
One CVS Drive
Woonsocket, RI 02895

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)

CVS Pharmacy, Inc.
One CVS Drive
Woonsocket, RI 02895

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)

CVS Pharmacy, Inc.
One CVS Drive
Woonsocket, RI 02895

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)

CVS Caremark Corporation
One CVS Drive
Woonsocket, RI 02895

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

Mark S. Cosby, President; Thomas S. Moffatt, VP/Secretary; Carol A. Denale, Treasurer; Jeffrey B. Clark, Assit. Treasurer; ~~Lin~~ Cimbron, Assit. Secretary; Melanine K. Luker, Assit. Secretary

Directors: Thomas S. Moffatt; Carol A. Denale and Laird K. Daniels

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

Information updated since the printing of the 1/7/15 Staff Report.

Rezoning Attachment to Par. 1(b)

DATE: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

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

CVS Caremark Corporation
One CVS Drive
Woonsocket, RI 02895

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.)

Larry J. Merlo, President & CEO; Per Lofberg, Ex. VP; J. Daniel Joyner, Ex. VP Sales/Acct CVS Caremark; Mark S. Cosby, Ex. VP/Pres. CVS Pharmacy; Troyen Brennan, MD, Ex. VP/CMO; David M. Denton, Ex VP, CFO, Ctrlr, CAO; Helena B. Foulkes, Ex.VP/CHCSMO; Thomas M. Moriaty, Ex. VP/Gen. Cnsl.; Jonathan C. Roberts, Ex. VP/Pres, CVS Caremark Pharmacy.

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

CVS Caremark Corporation (continued)
One CVS Drive
Woonsocket, RI 02895

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.)

Directors: C. David Brown II; Nancy-Anne DeParle; David W. Dorman; Anne M. Finucane; Larry J. Merlo; Jean-Pierre Mill'on; Richard J. Swift; William C. Weldon; and Tony L. White

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

Information updated since the printing of the 11/15 Staff Report.

Rezoning Attachment to Par. 1(b)

DATE: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

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

First Order, LLC
1700 Sullivan Trail
Suite 13
Easton, PA 18040

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)

Jack Shoemaker

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

Jack Shoemaker Manager/Member

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

Smashburger Acquisition-DC, LLC
3800 East Mexico Avenue
Denver, CO 80210

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)

Icon Burger Acquisition. LLC.

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

Scott Crane President&CEO
Jenna Friedeirich Secretary

(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 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

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

Icon Burger Acquisition, LLC
3800 East Mexico Avenue Suite 1206
Denver, CO 80210

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)

Scott Crane Member

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

Scott Crane President&CEO
Jenna Friedeirich Secretary

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

Smashburger Acquisition-DC, LLC
3800 East Mexico Avenue
Denver, CO 80210

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)

Icon Burger Acquisition, LLC.

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

Scott Crane President&CEO
Scott Crane President&CEO
Jenna Friedeirich Secretary
Jenna Friedeirich Secretary

(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 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

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

- Baskin, Jackson & Duffey (FORMER)
301 Park Avenue
Falls Church, VA 22046

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)

- William M. Baskin, Jr., President (FORMER)
- John G. Jackson, Secretary/Treasurer (FORMER)

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

- William M. Baskin, Jr. (FORMER)
- John G. Jackson (FORMER)

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

• Bailey's Crossroads I, LLC
1866 Amberwood Manor Court
Vienna, 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)

• Richard P. Buskell, Member	Elizabeth R. Buskell Revocable Trust Member (see Par. 1(b) Page 1 of 12)
• Peter A. Batten, Member	Batten/Lopsonzski Family Trust
Spectrum Development, LLC (see Par. 1(b) Page TWO)	
Culmore Properties, LLC (see Par. 1(b) Page 2 of 12)	

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

• Richard P. Buskell, Manager/Member
• Peter A. Batten, Manager/Member

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

Information added since the printing of the 1/7/15 Staff Report

Rezoning Attachment to Par. 1(b)

DATE: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ2014-MA-)!!
(enter County-assigned application number (s))

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

- Batten/Lopsonzski Family Trust
1028 S Walter Reed Drive, # 713
Arlington, VA 22204

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)

- Vanessa Lopsonzski, sole beneficiary

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

- Vanessa Lopsonzski, Trustee

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

- Law Office of William B. Lawson, PC **FORMER**
6045 Wilson Blvd., # 100
Arlington, VA 22207

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)

- William B. Lawson, Jr. (FORMER)

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

- William B. Lawson, Jr President (FORMER)
- Melissa A Zeller, Secretary (FORMER)

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

Information is added since the printing of the 11/15 Staff Report.

REZONING AFFIDAVIT

DATE: December 17, 2015
(enter date affidavit is notarized)

125109 d

for Application No. (s): RZ 2014-MA-011
(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)

(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)

(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 AFFIDAVIT

DATE: December 17, 2015
(enter date affidavit is notarized)

125109d

for Application No. (s): RZ 2014-MA-011
(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 17, 2015
(enter date affidavit is notarized)

125109 d

for Application No. (s): RZ 2014-MA-011
(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.)

- \$200 4/30/2015 Herrity for Fairfax County Board of Supervisors - Patrick Herrity
- \$250 9/23/2015 Cook for Fairfax County Supervisor - John Cook
- \$100 10/5/2015 Herrity for Fairfax County Board of Supervisors - Patrick Herrity

All of the above contributions were made by Jeffrey Saxe.

(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

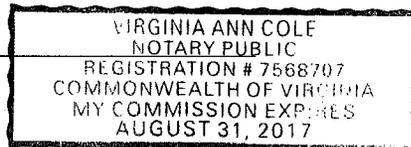
Richard P. Buskell

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

Subscribed and sworn to before me this 17th day of December 2015, in the State/Comm. of Virginia, County/City of Fairfax.

Virginia Ann Cole
Notary Public

My commission expires:



Information added since the printing of the 11/15 Staff Report.