

**GEORGE FAMILY PROPERTY DEVELOPMENT LLC
RZ 2014-HM-024**

PROFFERS

May 12, 2015
August 20, 2015
October 12, 2015
October 29, 2015
November 24, 2015
February 24, 2016

Pursuant to Section 15.2-2303(a) of the Code of Virginia, 1950, as amended, the property owners and Applicant in this rezoning proffer that the development of the parcel under consideration and shown on the Fairfax County Tax Maps as Tax Map Reference -- 28-4-((1))-19, 19A, 21, 21B, 25, 25A, and 25C (hereinafter referred to as the "Property") will be in accordance with the following conditions if, and only if, said rezoning request for the PDH-2 District is granted by the Board of Supervisors of Fairfax County, Virginia (the "Board"). In the event said application request is denied or the Board's approval is overturned by a court of competent jurisdiction, these proffers shall be null and void. The owners and the Applicant (collectively the "Applicant"), for themselves, their successors and assigns, agree that these proffers shall be binding on the future development of the Property unless modified, waived or rescinded in the future by the Board, in accordance with applicable County and State statutory procedures. The proffered conditions are:

General

1. Conceptual/ Final Development Plan. The Property shall be developed in substantial conformance with the Conceptual Development Plan ("CDP ") and Final Development Plan ("FDP ") entitled "George Assemblage", prepared by Land Design Consultants dated November, 2014 and revised through October, 12, 2015, consisting of fourteen (14) sheets.

2. Elements of CDP. Notwithstanding the fact that the CDP and FDP are presented on the same plan, it shall be understood that the CDP shall be only those elements of the plans that depict the number and the general location of points of access, peripheral setbacks,

limits of clearing and grading, proposed stormwater management facilities, building heights, the total number, type, uses and the general location of buildings and roads (the "CDP Elements"). The Applicant reserves the right to request a Final Development Plan Amendment (FDPA) for elements other than CDP Elements from the Planning Commission for all or a portion of the FDP in accordance with Section 16-402 of the Zoning Ordinance if such an amendment is in accordance with these Proffers as determined by the Zoning Administrator.

3. Minor Modifications. Minor modifications from what is shown on the CDP/FDP and these Proffers may be permitted as determined by the Zoning Administrator in accordance with the provisions set forth in Section 16-403 of the Zoning Ordinance.
4. Lot Yield and Uses. The development shall consist of a maximum of twenty-one (21) single-family detached units.
5. Establishment of HOA. Prior to record plat approval, the Applicant shall establish a Homeowners Association (HOA) in accordance with Sect. 2-700 of the Zoning Ordinance for the purpose of, among other things, establishing the necessary residential covenants governing the use and operation of common open space and other facilities of the approved development, maintenance of SWM/BMP facilities, and to provide a mechanism for ensuring the ability to complete the maintenance obligations and other provisions noted in these proffer conditions, including an estimated budget for such common maintenance items.
6. Dedication to HOA. At the time of record plat recordation, open space, common areas, private roadways, and amenities not otherwise conveyed or dedicated to the County shall be dedicated to the HOA and be maintained by the same.
7. Disclosure. Prior to entering into a contract of sale, initial and subsequent purchasers shall be notified in writing by the Applicant of maintenance responsibility for the stormwater management facilities, common area landscaping, tree preservation areas, and

any other open space amenities and shall acknowledge receipt of this information in writing. The initial deeds of conveyance and HOA governing documents shall expressly contain these disclosures.

8. Garage Conversion. Any conversion of garages or use of garages that precludes the parking of vehicles within the garage is prohibited. A covenant setting forth this restriction shall be recorded among the land records of Fairfax County in a form approved by the County Attorney prior to the sale of any lots and shall run to the benefit of the HOA and the Board of Supervisors. This restriction shall also be disclosed in the HOA documents. Prospective purchasers shall be advised of this use restriction, in writing, prior to entering into a contract of sale.
9. Driveways. All driveways shall be a minimum of eighteen feet (18') in width and twenty feet (20') in length as measured outward from the face of the garage door to the property line. On lots 17, 18, and 20, the above minimum driveway width shall only apply to the twenty foot (20') portion of the driveway closest to the garage door.
10. Decks and Similar Appurtenances. Bay windows, patios, chimneys, areaways, stairs and stoops, mechanical equipment and other similar appurtenances may encroach into minimum yards as depicted on the CDP/FDP and as permitted by Section 2-412 and Article 10 of the Zoning Ordinance. Decks and porches may be permitted in the rear yard. Deck modifications including but not limited to lattice work, pergolas, trelliss, and overhang planter boxes may also be constructed within this area. The restrictions and limitations of this proffer shall be disclosed to purchasers prior to contract ratification and further disclosed in the homeowners association documents.
11. Density Credit. Density credit shall be reserved for the Property as provided by Section 2-308 of the Zoning Ordinance for all dedications described herein and/or as shown on the CDP/FDP or as may reasonably be required by Fairfax County, Virginia Department of Transportation (VDOT) or others at the time of site/subdivision plan approvals.

12. Phasing. Development of the Property may proceed in phases as shown on the CDP/FDP, with either phase proceeding first. Regardless of which phase occurs first, Crim Dell Lane shall be dedicated and constructed and all stormwater management facilities necessary to serve the phase being developed shall be provided during the first phase of development.

Transportation

13. Extension of Crim Dell Lane. The Applicant shall dedicate and convey in fee simple without encumbrances to the Board right-of-way for public street purposes in the general location shown on Sheet 2 of the CDP/FDP as "CRIM DELL LANE". The dedication shall occur at the time of subdivision plan approval for the first phase of development. Subject to VDOT approval, the Applicant shall construct a public road in the dedicated right-of-way. Construction of the Crim Dell Lane extension shall be substantially completed prior to issuance of the first Residential Use Permit (RUP) for the Property. For purposes of this proffer, the term "substantially completed" is defined as constructed and available for use by the public but not necessarily accepted for maintenance by the Virginia Department of Transportation (VDOT).

Construction

14. Construction Access and Hours. The staging and parking of construction vehicles shall occur on the Property, including personal vehicles utilized by construction workers. No parking shall occur on adjacent roadways. The hours of construction shall be posted in English and in Spanish and shall be limited to the hours between 7:00 a.m. and 7:00 p.m. Monday through Friday and 9:00 a.m. to 6:00 p.m. on Saturdays. No construction shall occur on Sundays or Federal Holidays. The allowable hours of construction as specified in this proffer shall be listed within any contract with future subcontractors. The site superintendent shall notify all employees and subcontractors of these hours of operation and shall ensure that the hours of operation are respected by all employees and subcontractors. The limitation on construction hours shall be only for the initial construction of the dwelling and future homeowners shall not be limited to these hours for remodeling.

Environment

15. **Stormwater Management Facilities and Best Management Practices.** The Applicant shall implement stormwater management techniques to control the quantity and quality of stormwater runoff from the Property in accordance with the Fairfax County Stormwater management Ordinance and the Fairfax County Public Facilities Manual as reviewed and approved by the Department of Public Works and Environmental Services (DPWES). The stormwater management techniques may include a combination of approved Best Management Practices (BMPs) which are part of the list of approved BMPs as outlined in the Virginia DEQ BMP Clearing House. The Applicant reserves the right to pursue additional or alternative stormwater management measures provided the same are in substantial conformance with the CDP/FDP.

16. **BMP Maintenance.** The BMP facilities and their appurtenant structures shall be privately maintained and a private maintenance agreement, in a form acceptable to the Office of the County Attorney, will be executed prior to the approval of a subdivision plan, and the agreement shall be recorded by the Applicant among the land records of Fairfax County. After establishing the HOA pursuant to these proffers, the Applicant shall provide the HOA with written materials describing proper maintenance of the approved BMPs in accordance with the Public Facilities Manual (PFM) and County guidelines.

17. **Energy Conservation.** To promote energy conservation and green building techniques; the Applicant shall select one of the following programs, within its sole discretion at time of subdivision plan submission.
 - A. Certification in accordance with the Earthcraft House Program as demonstrated through documentation provided to DPWES and the Environmental and Development Review Branch of DPZ prior to the issuance of a RUP; or

 - B. Certification in accordance with the 2012 National Green Building Standard (NGBS) using the ENERGY STAR® Qualified Homes path for energy

performance, as demonstrated through documentation submitted to DPWES and the Environment and Development Review Branch of DPZ from a home energy rater certified through Home Innovation Research Labs that demonstrates that the dwelling unit has attained the certification prior to the issuance of the RUP for each dwelling unit.

18. Landscaping. At the time of subdivision plan review the Applicant shall submit to DPWES a landscape plan showing landscaping consistent with the quality, quantity and general location shown on the Landscape Plan on the CDP/FDP. This plan shall be subject to review and approval of Urban Forestry Management Division (UFMD), DPWES. At the time of planting, the minimum caliper for deciduous trees shall be two and one-half (2.5) inches to three (3) inches and the minimum height for evergreen trees shall be six (6) feet. Actual types and species of vegetation shall be determined pursuant to more detailed landscape plans approved by Urban Forest Management at the time of site plan approval. However, all plant material installed on the Property shall be non-invasive. Where practicable, planted trees shall be installed along the edge of tree preservation areas and mulch applied contiguous to the area of preserved trees to promote and facilitate management of the planted trees as an extension of the tree preservation area to optimize conditions for long term tree health and maximize benefits.

19. RPA Enhancement. Prior to subdivision plan approval, the Applicant shall submit a WQIA, including an RPA Enhancement replanting plan to be approved by the Urban Forest Management Division (UFMD) , for the areas identified on Sheet 4D of the CDP/FDP, and generally consistent with the landscape plan on Sheets 4E and 4F. In addition, the plan shall include techniques for handling and installation of the live stakes and other landscape materials. The Applicant shall employ a Certified Arborist, Registered Consulting Arborist or Certified Horticulturalist to manage and oversee the implementation and monitoring of the RPA Enhancement replanting plan. Monitoring shall continue for three growing seasons (May 1 – September 30) following installation of the plants. The applicant shall replace any dead or dying plants during the monitoring period. The initial replanting required by this Proffer 19 shall occur prior to issuance of

the first RUP. Prior to issuance of the first RUP, the Applicant shall cut and cap the existing sewer lateral servicing Tax Map Parcel 28-4-((01))-19, which is being abandoned as part of this development, and shall provide armoring (rip/rap, boulders, or other material) for the portion of the lateral that will remain in place.

Open Space/Landscaping

20. **Tree Preservation.** The applicant shall submit a Tree Preservation Plan and Narrative as part of the first and all subsequent subdivision plan submissions. The preservation plan and narrative shall be prepared by a Certified Arborist or a Registered Consulting Arborist with experience in mitigating decline in trees resulting from the impacts of construction activities, and shall be subject to the review and approval of the UFMD.

The tree preservation plan shall include a tree inventory that identifies the location, species, critical root zone, size, crown spread and condition analysis percentage rating for all individual trees to be preserved on and off-site trees, living or dead, with trunks 12 inches in diameter and greater (measured at 4 ½ -feet from the base of the trunk or as otherwise allowed in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture), and located within the area to remain undisturbed and within 25 feet of the limits of clearing and grading and in the disturbed area within 10 feet of the limits of clearing and grading. The tree preservation plan shall provide for the preservation of those areas shown for tree preservation, those areas outside of the limits of clearing and grading shown on the CDP/FDP and those additional areas in which trees can be preserved as a result of final engineering. The tree preservation plan and narrative shall include all items specified in PFM 12-0507 and 12-0509.

21. **Limits of Clearing and Grading.** Clearing, grading and construction shall conform to the limits of clearing and grading as shown on the CDP/FDP, subject to the installation of necessary utility lines, the proposed pedestrian trail, and other required site improvements, all of which shall be installed in consultation with UFMD, and in the least

disruptive manner possible, considering cost and engineering, as determined in accordance with the approved plans.

22. Tree Preservation Walk-Through. The Applicant shall retain the services of a certified arborist or Registered Consulting Arborist, and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the walk-through meeting. During the tree-preservation walk-through meeting, the Applicant's certified arborist or landscape architect shall walk the limits of clearing and grading with a UFMD representative, a representative of the Hunter Mill District Supervisor's office, and any interested contiguous property owner to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustment shall be implemented. Trees that are identified as dead or dying may be removed as part of the clearing operation. Any tree that is so designated shall be removed using a chain saw and such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a stump-grinding machine in a manner causing as little disturbance as possible to adjacent trees and associated understory vegetation and soil conditions. The Applicant shall notify the Hunter Mill District Supervisor's office and contiguous property owners via certified mail, one week prior to the date of the tree preservation walk-through. Contiguous property owners may attend this meeting and bring their own arborist.

23. Tree Preservation Fencing: All trees shown to be preserved on the tree preservation plan shall be protected by tree protection fence. Tree protection fencing shall consist of four (4) foot high, fourteen (14) gauge welded wire attached to six (6) foot steel posts driven eighteen (18) inches into the ground and placed no further than ten (10) feet apart or, super silt fence to the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees. Tree protection fence shall be erected at the limits of clearing and grading as shown on the demolition, and phase I & II erosion and sediment control sheets, as may be modified

by the "Root Pruning" proffer below. All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing shall be performed under the supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. Three (3) days prior to the commencement of any clearing, grading or demolition activities, but subsequent to the installation of the tree protection devices, UFMD shall be notified and given the opportunity to inspect the site to ensure that all tree protection devices have been correctly installed. If it is determined that the fencing has not been installed correctly, no grading or construction activities shall occur until the fencing is installed correctly, as determined by UFMD.

24. Tree Protection Signage. The Applicant shall provide signs that identify and help protect all areas to be left undisturbed. These signs will be highly visible, posted in appropriate locations along the limits of clearing and grading, and attached to the tree protection fencing. Under no circumstances will the signs be nailed or in any manner attached to the trees or vegetation within the areas to left undisturbed.

25. Tree Appraisal. The Applicant shall retain a Certified Arborist with experience in plant appraisal, to determine the appraised value of all trees included in the tree inventory that are 12 inches in diameter or greater included in the Tree Inventory and located within 15 feet of the limits of clearing and grading. These trees and their value shall be identified on the Tree Preservation Plan at the time of the first submission of the respective site plan(s). The appraised value shall take into consideration the age, size and condition of these trees and shall be determined by the so-called "Trunk Formula Method" contained in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture, subject to review and approval by UFMD.

At the time of the respective subdivision plan approvals, the Applicant shall post a bond, letter of credit, or cash payable to the County of Fairfax to ensure preservation and/or replacement of the trees for which a value has been specified in the Tree Appraisal (the

“Bonded Trees”) that die or are dying due to construction activities as determined by UFMD. The letter of credit or cash deposit shall be equal to 25% of the appraised value of the Bonded Trees. At any time prior to final bond release for the improvements on the Property constructed adjacent to the respective tree save areas, should any Bonded Trees die, be removed, or are determined to be dying by UFMD due to construction activities, the Applicant shall replace such trees at its expense. The replacement trees shall be of equivalent size, species and/or canopy cover as approved by UFMD. Replacement planting shall not be required for trees that are dead or in poor condition, as determined by UFMD, at the time of the pre-construction walk-through. In addition to this replacement obligation, for any Bonded Tree that is dead, dying, or improperly removed due to unauthorized construction activity, the Applicant shall also make a payment equal to the appraised value of that Bonded Tree to a fund established by the County for furtherance of tree preservation objectives. Upon release of the bond for the improvements on the Property constructed adjacent to the respective tree save areas, any amount remaining in the tree bonds required by this proffer shall be returned/released to the Applicant.

26. Root Pruning. The Applicant shall root prune as needed to comply with the tree preservation requirements of these proffered conditions. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the subdivision plan submission. The details for these treatments shall be reviewed and approved by the UFMD, DPWES, accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to the following:
- a. Root pruning shall be done with a trencher or vibratory plow to a depth of 18 inches.
 - b. Root pruning shall take place prior to any clearing and grading, or demolition of structures.
 - c. Root pruning shall be conducted with the supervision of a certified arborist.
 - d. An UFMD, DPWES, representative shall be informed when all root pruning and tree protection fence installation is complete.

27. Monitoring. During any clearing or tree/vegetation/structure removal on the Property, a representative of the Applicant shall be present to monitor the process and ensure that the activities are conducted as proffered and as approved by the UFMD. The Applicant shall retain the services of a certified arborist or Registered Consulting Arborist to monitor all construction and demolition work and tree preservation efforts in order to ensure conformance with all tree preservation proffer, development conditions, and UFMD approvals. The monitoring schedule shall be described and detailed in the Landscaping and Tree Preservation Plan, and reviewed and approved by the UFMD, DPWES.

28. Open Space Delineation. The subdivision plan and individual lot grading plans shall delineate and label the common open space on the site wherever common open space is located adjacent to private lots. The corners of private lots adjacent to common open space shall be marked with concrete post, 4"x4," and rising 12 inches above grade, or other appropriate permanent marker as approved by UFMD, so that boundaries of common open space are clearly delineated. Posts shall bear the initials HOA to identify these restricted areas. Restrictions within common open space shall include the protection of understory trees, shrubs and groundcovers, woody debris, leaf litter and soil conditions present at the time of subdivision plan submission.

29. Invasive Vegetation. The first and all subsequent submissions of the subdivision plan shall provide for the management and treatment of harmful or invasive plants that may occur in the areas to be left undisturbed that are likely to pose human health problems, or are likely to disrupt or suppress native plants and plant communities. The invasive vegetation management plan shall specify the invasive species to be managed, the type of control measures and treatments to be applied, the time frame and frequency of treatment, and the conditions that will constitute satisfying this requirement.

30. Phase 1 Archaeological. At least 30 days prior to any land disturbing activities on the Property, Applicant shall conduct a Phase I archaeological study on the undisturbed portions of the Property, as shown on Exhibit A of these proffers, and provide the results of such study to the Cultural Resources Management and Protection Branch of the

Fairfax County Park Authority (CRMP) for review and approval. If CRMP has not responded in writing within sixty (60) days of receipt of the study, the Phase I archaeological study shall be deemed approved. The study shall be conducted by a qualified archaeological professional. No land disturbance activities shall be conducted until this study is approved by CRMP or until 60 days from receipt have elapsed without a written response from CRMP. If the Phase I study concludes that an additional Phase II study of the Property is warranted, the Applicant shall complete said study and provide the results to (CRMP); however, submission of the Phase II study to (CRMP) shall not be a pre-condition of Subdivision Plan approval or recordation of the same.

Recreation

31. Trail. Prior to issuance of the first RUP, the Applicant shall construct a six (6) foot wide asphalt trail to connect the proposed Crim Dell Lane to Lupine Den Drive. In order to minimize site disturbance, the final trail shall be field located in consultation with the UFMD, but shall generally align with the location shown on Sheet 2 of the CDP/FDP. At the time of Subdivision Plan approval, the Applicant shall convey a public trail easement covering the final trail location to Fairfax County in a form acceptable to the County Attorney.

32. On-Site Recreation. Pursuant to Section 6-110 of the Zoning Ordinance, the Applicant shall provide on-site recreational facilities to serve the Property. The proposed seating area, trellis, and interpretive signage shown on Sheet 4G of the CDP/FDP, and recreational facilities such as recreational trails, walking paths (excluding any trails required by the Comprehensive Plan), benches, and similar features may be used to fulfill this requirement. The Applicant shall diligently pursue, and shall coordinate with FCPA to find, an accessible material of similar cost and permeability as crushed stone for the proposed seating area shown on Sheet 4G of the CDP/FDP. However, if such an accessible material cannot be found, then the Applicant may utilize crushed stone or similar material for the proposed seating area. At the time of subdivision plan review for each phase, the Applicant shall demonstrate that the value of any proposed recreational amenities for that phase is equivalent to a minimum of \$1,800 per new dwelling unit. In

the event it is demonstrated that the proposed facilities do not have sufficient value, the Applicant shall contribute funds in the amount needed to achieve the overall proffered amount of \$1,800.00 per new dwelling unit to the Fairfax County Park Authority ("FCPA") for off-site recreational facilities intended to serve the future residents, as determined by the Supervisor for the Hunter Mill District in consultation with FCPA. The value of on-site recreational amenities shall be aggregated across the entire Property for purposes of determining whether funds must be contributed as required above. However, it is anticipated that the majority of the recreational facilities will be located in Phase 1. If Phase 1 is constructed first and on-site recreational facilities constructed as part of that phase exceed the value \$1,800 per new dwelling unit constructed as part of that phase, then the Applicant may utilize that excess value as a credit toward the \$1,800 per new dwelling unit contribution required by Phase 2. If Phase 1 is constructed first and on-site recreational facilities constructed as part of that phase do not exceed the value \$1,800 per new dwelling unit constructed as part of that phase then the Applicant shall contribute funds in the amount needed to achieve the overall proffered amount of \$1,800.00 per new dwelling unit in Phase 1 as provided above. On-site recreational facilities shall be installed prior to issuance of the first RUP for the phase in which they are located.

33. Off-Site Recreation. The Applicant shall contribute \$47,329.00 to the Fairfax County Park Authority upon issuance of the first building permit on an undeveloped lot for use at off-site recreational facilities intended to serve the future residents, as determined by FCPA in consultation with the Supervisor for the Hunter Mill District. If the Property is developed in phases, only the portion of the above contribution attributable to the phase being developed shall be contributed prior to the issuance of the first building permit on an undeveloped lot in that phase. For Phase 1, the contribution shall be \$36,811. For Phase 2, the contribution shall be \$10,518.

Miscellaneous

34. Universal Design. At the time of initial purchase, the following Universal Design options shall be offered to each purchaser at no additional cost: clear knee space under sink in

kitchen, lever door handles instead of knobs, light switches 44"-48" high, thermostats a maximum of 48" high, electrical outlets a minimum of 18" high, and front entrance doors that are a minimum of 36 inches wide. At the time of initial purchase, the Applicant shall offer each purchaser additional universal design options at the purchaser's sole cost. These additional options may include, but not be limited to: step-less entry from the garage to the house and/or into the front door, a curb-less shower, or a shower with a curb or less than 4.5 inches high, a turning radius of five feet near the first floor bathroom commode, grab bars in the bathrooms that are ADA compliant, and a first-floor bathroom console sink in lieu of a cabinet-style vanity.

35. School Contribution. Prior to the issuance of the first building permit on an undeveloped lot on the Property, a contribution of \$46,996 shall be made to the public schools serving the Property. If the Property is developed in phases, only the portion of the above contribution attributable to the phase being developed shall be contributed prior to the issuance of the first building permit on an undeveloped lot in that phase. For Phase 1, the contribution shall be \$35,806. For Phase 2, the contribution shall be \$11,190. Said contribution(s) shall be deposited with DPWES for transfer to the Fairfax County School Board (FCPS). Notification shall be given to FCPS when construction is anticipated to commence to assist FCPS by allowing for the timely projection of future students as a part of the Capital Improvement Program.

36. Affordable Dwelling Units. Prior to the issuance of the RUP for a particular phase, the Applicant shall contribute to the Fairfax County Housing Trust Fund the sum equal to one half of one percent (1/2 %) of the value of all the units approved on the Property for that phase. The one half of one percent (1/2 %) contribution shall be based on the aggregate sales price of all of the units subject to the contribution, as if those units were sold at the time of the issuance of the first building permit. The projected sales price shall be determined by the Applicant through an evaluation of the sales prices of comparable units in the area, in consultation with the Fairfax County Department of Housing and Community Development (HCD) and DPWES.

37. Existing Houses. The existing houses located on Lots 1, 10, and 19 shall not be required to comply with the requirements in Proffer 8 (Garage Conversion), Proffer 9 (Driveways), Proffer 17 (Energy Conservation), and Proffer 32 (Universal Design).

38. Architecture. The primary building material exclusive of trim shall be limited to brick, stone, cementitious siding (HardiePlank®), shingles or other similar masonry materials. The architectural design of the new dwelling shall generally conform to the character and quality of the illustrative elevations depicted on Sheet 4G of the CDP/FDP.

39. Escalation. All monetary contributions required by these proffers shall escalate on a yearly basis from the base year of 2015, and change effective each January 1 thereafter, based on the Consumer Price Index as published by the Bureau of Labor Statistics, the U.S. Department of Labor for the Washington-Baltimore, MD-VA-DC-WV Consolidated Metropolitan Statistical Area (the “CPI), as permitted by Virginia State Code Section 15.2-2303.3.

40. Successors and Assigns. Each reference to “Applicant” in this Proffer Statement shall include within its meaning, and shall be binding upon, Applicant’s successor(s) in interest, assigns, and/or developer(s) of the Property or any portion of the Property.

These proffers may be executed in counterparts and the counterparts shall constitute one and the same proffer statement.

George Family Property Development LLC

Applicant/Owner of Tax Map Numbers 28-4-((01))-21 and
21B

By: Scott George
Name: Scott S. George
Title: Co-Manager

By: Steven S. George
Name: Steven S. George
Title: Co-Manager

JDA Custom Homes Inc.

Owner of Tax Map Number 28-4-((01))-19

By: 
Name: Dennis E Rice
Title: President

**David M. Abbot and Lynn B. Abbot, Co-Trustees,
David M. Abbot Trust dated October 5, 2007**

Co-Owner of Tax Map Numbers 28-4-((01))-19A

By: David M. Abbot, Trustee
Name: David M. Abbot, Trustee

By: Lynn B. Abbot, Trustee
Name: Lynn B. Abbot, Trustee

**David M. Abbot and Lynn B. Abbot, Co-Trustees, Lynn
B. Abbot Trust dated October 5, 2007**

Co-Owner of Tax Map Numbers 28-4-((01))-19A

By: David M. Abbot, Trustee
Name: David M. Abbot, Trustee

By: Lynn B. Abbot, Trustee
Name: Lynn B. Abbot, Trustee

Otto Gutenson

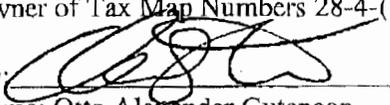
Owner of Tax Map Numbers 28-4-((01))-25A, and 25C

By  _____

Name: Otto Gutenson

Otto Alexander Gutenson

Owner of Tax Map Numbers 28-4-((01))-25

By: 

Name: Otto Alexander Gutenson

Exhibit A

