



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: July 5, 2016

TO: Mary Ann Tsai, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

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

SUBJECT: Affidavit
Application No.: SE 2016-HM-012
Applicant: Tall Oaks Development Company LLC and Tall Oaks Commercial Center, LLC
PC Hearing Date: 7/14/16
BOS Hearing Date: 7/26/16

REF.: 135025

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 7/5/16, which bears my initials and is numbered 135025b, 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

SPECIAL EXCEPTION AFFIDAVIT

DATE: July 5, 2016
(enter date affidavit is notarized)

135025 b

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): SE 2016-HM-012
(enter County-assigned application number(s), e.g. SE 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in **BOLD** print are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Tall Oaks Development Company, LLC Agents: Duncan Q. Jones Gregory G. Lamb James A. Butz	1420 Spring Hill Road, Suite 420 McLean, VA 22102	Applicant/Owner of Tax Map 18-1 ((5)) 8A1
• Bow Wow LLC (former) Agents: Terry Y. Pao Elizabeth G. Pao	2086 Hunters Crest Way c/o Liz Gavin Pao Vienna, VA 22181	Owner of Tax Map 18-1 ((5)) 8A2
Norton Scott LLC (former) Agents: Michael W. Scott	PO Box 865 Great Falls, VA 22066	Applicant/Contract Purchaser of Tax Map 18-1 ((5)) 8A2

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

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.
** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Special Exception Attachment to Par. 1(a)

135025b

DATE: July 5, 2016
(enter date affidavit is notarized)

for Application No. (s): SE 2016-HM-012
(enter County-assigned application number (s))

(NOTE: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel (s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Urban Engineering & Associates, Inc. t/a Urban, Ltd.) Agents: Clayton C. Tock Joshua T. Reynolds	7712 Little River Turnpike Annandale, VA 22003	Engineer/Agent
Kimley-Horn and Associates, Inc. Agents: Adam J. Steiner W. Davis Walker Michael Casey	11400 Commerce Park Drive Reston, VA 20191	Landscape Architect/Agent
Gorove/Slade and Associates, Inc. Agents: Christopher M. Tacinelli Maria C. Lashinger	3914 Centreville Road, Suite 330 Chantilly, VA 20151	Traffic Engineer/Agent
Cooley LLP Agents: Antonio J. Calabrese, Esq. Mark C. Looney, Esq. Colleen P. Gillis, Esq. Jill S. Parks, Esq. Brian J. Winterhalter, Esq. Amanda R. Williams, Esq. Jeffrey A. Nein, Planner Ben I. Wales, Planner Molly M. Novotny, Planner Matthew S. Diana, Planner	11951 Freedom Drive Reston, VA 20190	Attorney/Agent
● Tall Oaks Commercial Center LLC Agents: James A. Butz	1420 Spring Hill Road, Suite 420 McLean, VA 22102	● Applicant/Owner of Tax Map 18-1 ((5)) 8A2

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

Information updated.

SPECIAL EXCEPTION AFFIDAVIT

1350256

DATE: July 5, 2016
(enter date affidavit is notarized)

for Application No. (s): SE 2016-HM-012
(enter County-assigned application number(s))

1(b). The following constitutes a listing*** of the SHAREHOLDERS of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders:

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

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name and number, street, city, state, and zip code) Tall Oaks Development Company, LLC
1420 Spring Hill Road, Suite 420
McLean, VA 22102

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)

Tall Oaks Manager LLC*
NS Tall Oaks LLC
Van Metre Tall Oaks Investments, L.L.C.

*Does not own 10% or more of Tall Oaks Development Company LLC

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

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

Special Exception Attachment to Par. 1(b)

DATE: July 5, 2016
(enter date affidavit is notarized)

135025b

for Application No. (s): SE 2016-HM-012
(enter County-assigned application number (s))

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

NS Tall Oaks LLC
502 Arnon Ridge Court
Great Falls, VA 22066

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)

NS Tall Oaks Investor I LLC	Hussain Investment Partnership III LLC*
F. Joseph Warin*	
Julie L. Lanson Warin*	*Does not own 10% or more of Tall Oaks
Marwan Bitar*	Development Company LLC
David G. Pommerening*	

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

NS Tall Oaks Investor I LLC
502 Arnon Ridge Court
Great Falls, VA 22066

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)

Andrew L. Norton*	- AJP, Inc.*	*Does not own 10% or more of Tall Oaks
Philip Norton, Jr.*	PAN Family Trust*	Development Company LLC
Jeremiah O. Norton*	- Phillip G. Norton Descendants Trust*	

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

Special Exception Attachment to Par. 1(b)

DATE: July 5, 2016
(enter date affidavit is notarized)

1350256

for Application No. (s): SE 2016-HM-012
(enter County-assigned application number (s))

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

Van Metre Tall Oaks Investments, L.L.C.
9900 Main Street, Suite 500
Fairfax, VA 22031

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)

Albert G. Van Metre Jr. VMFT Subtrust*	William Bradley Gable Revocable Trust*	*Does not own 10% or more of Tall Oaks
Alison Van Metre Paley VMFT Subtrust*	Kenneth A. Ryan	Development Company LLC
Susan Williams Rabil 2012 Irrevocable Trust*	Albert G. Van Metre, Jr.	

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

- Bow Wow LLC (former)
2086 Hunters Crest Way
c/o Liz Gavin Pao
Vienna, VA 22181

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)

Terry Y. Pao
Elizabeth Gavin Pao

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

Information updated.

Special Exception Attachment to Par. 1(b)

DATE: July 5, 2016
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135025 b

for Application No. (s): SE 2016-HM-012
(enter County-assigned application number (s))

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

Norton Scott LLC (former)
PO Box 865
Great Falls, VA 22066

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Michael W. Scott
Patricia A. Norton
Andrew L. Norton
Phillip Norton, Jr.
Jeremiah O. Norton

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

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

DESCRIPTION OF CORPORATION: (check one statement)

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

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

J. Edgar Sears, Jr.
Brian A. Sears

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

Special Exception Attachment to Par. 1(b)

DATE: July 5, 2016
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135025b

for Application No. (s): SE 2016-HM-012
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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 SHAREHOLDERS: (enter first name, middle initial, and last name)

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

Grove/Slade and Associates, Inc.
3914 Centreville Road, Suite 330
Chantilly, VA 20151

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Christopher M. Tacinelli Tushar A. Awar
Chad A. Baird
Daniel B. VanPelt
Erwin N. Andres

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

Special Exception Attachment to Par. 1(b)

DATE: July 5, 2016
(enter date affidavit is notarized)

135025b

for Application No. (s): SE 2016-HM-012
(enter County-assigned application number (s))

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

Tall Oaks Commercial Center LLC
1420 Spring Hill Road, Suite 420
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 SHAREHOLDERS: (enter first name, middle initial, and last name)

Tall Oaks Manager LLC*	*(owns less than 10% of Tall Oaks
NS Tall Oaks LLC	Commercial Center LLC)
Van Metre Tall Oaks Investment, L.L.C.	

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

DESCRIPTION OF CORPORATION: (check one statement)

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

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

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

SPECIAL EXCEPTION AFFIDAVIT

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135025b

for Application No. (s): SE 2016-HM-012
(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, and number, street, city, state, and zip code)
Cooley LLP
11951 Freedom Drive
Reston, VA 20190

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

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

- Gian-Michele a Marca
Jane K. Adams
Peter M. 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 G. Barenholtz
Frederick D. Baron
Matthew S. Bartus
Michael D. Basile
Keith J. Berets
Laura A. Berezin

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

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

Special Exception Attachment to Par. 1(c)DATE: July 5, 2016
(enter date affidavit is notarized)

135025b

for Application No. (s): SE 2016-HM-012
(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)Ann (nmi) Bevitt
Laura G. Birger
Ryan E. Blair
Thomas A. Blinka
Nicholas (nmi) Bolter
Barbara L. Borden
Jodie M. Bourdet
Wendy J. Brenner
David (nmi) Bresnick
Matthew J. Brigham
James P. Brogan
Nicole C. Brookshire
Matthew D. Brown
Alfred L. Browne
Matthew T. Browne
Peter F. Burns
Blain B. Butner
John T. Byrnes
Robert T. Cahill
Antonio J. Calabrese
Christopher C. Campbell
William L. Castleberry
Lynda K. Chandler
Adam C. Chase
Reuben H. Chen
Dennis (nmi) Childs
William T. Christiansen II
John A. Clark
Sean M. Clayton
John A. Clendenin
Jeffrey L. Cohen
Thomas A. Coll
Joseph W. Conroy
Christopher (nmi) Coulter
James R. CrabtreeCarolyn L. Craig
John W. Crittenden
Janet L. Cullum
Nathan K. Cummings
John A. Dado
Scott D. Dailard
Benjamin G. Damstedt
Craig E. Dauchy
Mark J. Deem
Louise M. Delahunty
Renee R. Deming
Karen E. Deschaine
Darren K. DeStefano
Eric W. Doherty
William P. Donovan Jr.
Michelle C. Doolin
Joseph M. Drayton
Matthew P. Dubofsky
Christopher B. Durbin
John C. Dwyer
Shannon M. Eagan
Erik S. Edwards
Ivor R. Elrifi
Gordon H. Empey
Sonya F. Erickson
Heidi A. Erlacher
Mark C. Everiss
Michael R. Faber
Lester J. Fagen
Jesse D. Farmer
Brent D. Fassett
John R. Feore
Christopher M. Finney
M. W. Fishburn Jr.
Thomas J. FrielFrancis M. Fryscak
Koji F. Fukumura
James F. Fulton Jr.
William S. Galliani
W. Andrew H. Gantt III
Eamonn J. Gardner
Jon E. Gavenman
Patrick E. Gibbs
Colleen P. Gillis
Jonathon C. Glass
Todd J. Gluth
Daniel I. Goldberg
Wendy C. Goldstein
Kathleen H. Goodhart
Shane L. Goudey
Jonathan G. Graves
Jacqueline I. Grise
Kenneth L. Guernsey
Patrick P. Gunn
Divakar (nmi) Gupta
Sarah J. Guske
Jeffrey M. Gutkin
William N. Haddad
John B. Hale
Danish (nmi) Hamid
Laurence M. Harris
M. R. Hartman III
Bernard L. Hatcher
Matthew B. Hemington
Cathy Rae Hershcopf
Gordon K. Ho
Nicholas A. Hobson
Paula E. Holland
Lila W. Hope(check if applicable) There is more partnership information and Par. 1(c) is continued further on a
"Special Exception Attachment to Par. 1(c)" form.

Special Exception Attachment to Par. 1(c)

DATE: July 5, 2016
(enter date affidavit is notarized)

135025 b

for Application No. (s): SE 2016-HM-012
(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**)

- | | | |
|---------------------------|------------------------|------------------------|
| C. Thomas Hopkins | John G. Lavoie | Craig A. Menden |
| Reginald Ronald Hopkinson | Brian F. Leaf | Erik B. Milch |
| Richard M. Hopley | Pang (nmi) Lee | Chadwick L. Mills |
| Mark M. Hrenya | Robin J. Lee | David E. Mills |
| Brendan J. Hughes | Jamie K. Leigh | J. Kevin Mills |
| Christopher R. Hutter | Natasha V. Leskovsek | Barbara R. Mirza |
| Jay R. Indyke | Shira N. Levin | Patrick J. Mitchell |
| Craig D. Jacoby | Alan (nmi) Levine | Ali M. Mojdehi |
| Eric C. Jensen | Michael S. Levinson | Ann M. Mooney |
| Robert L. Jones | Stephane (nmi) Levy | Timothy J. Moore |
| Jeffrey M. Kaban | Elizabeth L. Lewis | M. Howard Morse |
| Barclay J. Kamb | Michael R. Lincoln | Phillip E. Morton |
| Richard S. Kanowitz | James C. Linfield | Colm (nmi) Murphy |
| Kimberley J. Kaplan-Gross | Samuel M. Livermore | Frederick T. Muto |
| Jeffrey S. Karr | Douglas P. Lobel | Danielle E. Naftulin |
| Joshua A. Kaufman | J. Patrick Loofbourrow | Ryan E. Naftulin |
| Sally A. Kay | Mark C. Looney | Jeremy M. Naylor |
| Natasha E. Kaye | Robert B. Lovett | Stephen C. Neal |
| Heidi L. Keefe | Haibo J. Lu | Ian (nmi) O'Donnell |
| David R. Kendall | Edward J. Lukins | Garth A. Osterman |
| Jason L. Kent | Andrew P. Lustig | Rama (nmi) Padmanabhan |
| Mehdi (nmi) Khodadad | Nicola K. Maguire | Kathleen M. Pakenham |
| Charles S. Kim | Thomas O. Mason | Timothy G. Patterson |
| Kevin M. King | Joshua O. Mates | Matthew (nmi) Pavao |
| Benjamin H. Kleine | James J. Maton | Sarah E. Pearce |
| Michael J. Klisch | Michael J. McGrail | Anne H. Peck |
| Jason M. Koral | Becket (nmi) McGrath | David G. Peinsipp |
| Barbara A. Kosacz | John T. McKenna | Nicole K. Peppe |
| Kenneth J. Krisko | Bonnie W. McLeod | Kevin J. Perry |
| Carol D. Laherty | Mark A. Medearis | Robert W. Phillips |
| Mark F. Lambert | Laura M. Medina | Susan C. Philpot |
| Matthew E. Langer | Beatriz (nmi) Mejia | Yvan-Claude J. Pierre |
| Samantha M. LaPine | | Frank V. Pietrantonio |

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

Special Exception Attachment to Par. 1(c)

DATE: July 5, 2016
(enter date affidavit is notarized)

1350256

for Application No. (s): SE 2016-HM-012
(enter County-assigned application number (s))

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

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

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

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

Mark B. Pitchford
Michael L. Platt
Christian E. Plaza
Aaron M. Pomeroy
Marya A. Postner
Steven M. Przesmicki
Seth A. Rafkin
Frank F. Rahmani
Marc A. Recht
Michael G. Rhodes
Michelle S. Rhyu
Lyle D. Roberts
John W. Robertson
Ricardo (nmi) Rodriguez
Kenneth J. Rollins
Kevin K. Rooney
Stephen (nmi) Rosen
Andrew E. Roth
Adam J. Rutenberg
Akash (nmi) Sachdeva
Thomas R. Salley
Glen Y. Sato
Martin S. Schenker
Marc G. Schildkraut
Michelle G. Schulman
William J. Schwartz
Ellen A. Scordino
Audrey K. Scott
Tene (nmi) Sealman
John H. Sellers
Ian R. Shapiro
Michael N. Sheetz
Carl C. Shoff

Jordan A. Silber
Brent B. Siler
Ian D. Smith
Stephen R. Smith
Whitty Somvichian
Wayne O. Stacy
Anthony M. Stiegler
Justin M. Stock
Steven M. Strauss
M. Anne Swanson
C. Scott Talbot
Mark P. Tanoury
Joseph Teja Jr.
Gregory C. Tenhoff
Michael E. Tenta
Timothy S. Teter
Michael R. Tollini
Steven J. Tonsfeldt
Michael S. Tuscan
Jessica I. Valenzuela Santamaria
Seth (nmi) Van Aalten
Joseph J. Vaughan
Miguel J. Vega
Erich E. Veitenheimer
Aaron J. Velli
David A. Walsh
Mark B. Weeks
Mark R. Weinstein
Thomas S. Welk
Peter H. Werner
Scott B. Weston

Francis R. Wheeler
John (nmi) Wilkinson
Geoffrey T. Willard
Andrew S. Williamson
Peter J. Willsey
Mark Windfeld-Hansen
David J. Wittenstein
Nancy H. Wojtas
Amy M. Wood
Jeffery P. Worley
Nan (nmi) Wu
Summer J. Wynn
Babak (nmi) Yaghmaie
Jonathan (nmi) Yorke
David R. Young
Christina (nmi) Zhang
Kevin J. Zimmer

- Additions:
- Bobby A. Ghajar
- Mika Reiner Mayer

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

Information updated.

SPECIAL EXCEPTION AFFIDAVIT

135025b

DATE: July 5, 2016
(enter date affidavit is notarized)

for Application No. (s): SE 2016-HM-012
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None

(check if applicable) There are more interests to be listed and Par. 2 is continued on a "Special Exception Attachment to Par. 2" form.

Application No.(s): SE 2016-HM-012
(county-assigned application number(s), to be entered by County Staff)

SPECIAL EXCEPTION AFFIDAVIT

135025b

DATE: July 5, 2016
(enter date affidavit is notarized)

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 "Special Exception Attachment to Par. 3" form.

4. **That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.**

WITNESS the following signature:

(check one) [] Applicant [X] Applicant's Authorized Agent

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

Subscribed and sworn to before me this 5th day of July, 2016, in the State/Comm. of Virginia, County/City of Fairfax

Karen Lynch Brusie
Notary Public

My commission expires: 5/31/2017

