

Application No.(s): VC 2014-SU-002
 (county-assigned application number(s), to be entered by County Staff)

SPECIAL PERMIT/VARIANCE AFFIDAVIT

DATE: April 4, 2014
 (enter date affidavit is notarized)

124082

I, Wayne H. Lingafelter, 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

and that, to the best of my knowledge and belief, the following 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)
COPT Stonecroft LLC Agent: Wayne H. Lingafelter	6711 Columbia Gateway Drive, Suite 300, Columbia, MD, 21046	Applicant/Title Owner Tax Map Nos. 043-2-((02))-0003A and 043-2-((02))-0039
Burgess & Niple, Inc Agent: John Gaston	4160 Pleasant Valley Road, Chantilly, VA 20151	Engineer/Agent
Holland & Knight LLP Agents: Stuart Mendelsohn Michelle A. Rosati David I. Schneider	1600 Tysons Blvd, Suite 700, Tysons Corner, VA 22102	Attorneys/Agent for Title Owner

(check if applicable) There are more relationships to be listed and Par. 1(a) is continued on a "Special Permit/Variance 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).

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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, number, street, city, state, and zip code)

COPT Stonecroft LLC
6711 Columbia Gateway Drive, Suite 300
Columbia, MD 21046

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Corporate Office Properties, L.P.

(check if applicable) There is more corporation information and Par. 1(b) is continued on a "Special Permit/Variance 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.

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Special Permit/Variance Attachment to Par. 1(b)

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

Corporate Office Properties Trust
Attn. General Counsel
6711 Columbia Gateway Drive, Suite 300
Columbia, Maryland 21046

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)

Corporate Office Properties Trust is a publicly traded company and no shareholder owns 10% of the title owner COPT Stonecroft LLC.

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

Burgess & Niple, Inc.
4160 Pleasant Valley Road
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)

Peggy L. Garrison
Charles J. Zibbel

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

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I(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)
Corporate Office Properties, L.P.
8815 Centre Park Dr., Suite 400,
Columbia MD 21045

(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**)

Corporate Office Properties Trust, General
Partner

(check if applicable) There is more partnership information and Par. 1(c) is continued on a "Special Permit/Variance 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.

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Special Permit/Variance Attachment to Par. 1(c)

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

Holland & Knight LLP
1600 Tysons Boulevard
Suite 700
Tysons Corner, Virginia 22102

(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)

- | | | |
|-------------------------|------------------------|---------------------------|
| Michael Abel | Christopher L. Camarra | James M. Ervin |
| Glenn Adams | Brett D. Carroll | Philip T. Evans |
| Alfred B. Adams | Kelly-Ann Cartwright | Irwin J. Fayne |
| Barbara A. Adams | Jose A. Casal | William K. Fendrick |
| Martin J. Alexander | J. Michael Cavanaugh | Richard J. Ferris |
| Rod Anderson | James C. Chadwick | Victor P. Filippini |
| Christopher Angius | Michael Chapman | Matthew Fontane |
| Mark I. Aronson | Doug Clapp | Anthony S. Freedman |
| Shenan R. Atcitty | Jeffrey P. Cleven | Michael J. Frevola |
| Adam J. August | Jerald S. Cohn | Peter Friedman |
| Chester E. Bacheller | Brian J. Colandro | Robert Friedman |
| James L. Baker | Ivan Colao | Michael M. Gaba |
| Philip Baker-Shenk | Charles L. Coleman | George D. Gabel |
| Gregory Baldwin | Christopher H. Collins | Andrew R. Gelman |
| Anderson L. Baldy | John Compagno | Suzanne E. Gilbert |
| Stephen Ball | Timothy J. Conner | Steven L. Gillman |
| Deborah E. Barnard | Peter M. Connolly | Norman M. Glasgow |
| Bernard Barton | Louis T. M. Conti | Rich Gold |
| Leigh-Alexandra Basha | J. Raul Cosio | Joseph G. Goldstein |
| Neal N. Beaton | Maria T. Currier | Enrique Gomez-Pinzon |
| Meredeth Beers | Lawrence Curtin | Alex Gonzalez |
| Rodney H. Bell | Jesus E. Cuza | Steven Gordon |
| David S. Black | John D. Dadakis | William F. Gould |
| Stacy D. Blank | Harold T. Daniel | Frederick J. Grady |
| William R. Bloom | Laurie W. Daniel | Robert J. Grammig |
| Noel R. Boeke | Harry S. Dannenberg | George J. Gregores |
| Sanford L. Bohrer | Douglas F. Darbut | James S. Groh |
| Susan J. Booth | Jim Davis | Joseph Guay |
| Jeffrey F. Boothc | Kristin A. DeKuiper | Richard B. Hadlow |
| Christopher Boyett | William B. deMeza | John F. Halula |
| Robert Bradner | Harry R. Detwiler | Lawrence J. Hamilton |
| Frederick Braid | Josias Dewey | Christopher B. Hanback |
| Christopher C. Brockman | Edward Diaz | Theodore F. Hanselman |
| Malcolm H. Brooks | Gregory J. Digel | Peter P. Hargitai |
| Henry J. Brothers | R. David Donoghue | Nancy L. Hengen |
| John L. Brownlee | Martin Durkin | Jennifer Hernandez |
| Harold Bucholtz | Richard O. Duvall | Alberto M. Hernandez |
| William P. Byrne | Richard D. Eckhard | Jorge L. Hernandez-Toraño |
| | Steven M. Elrod | Mitchell E. Herr |

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

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

Holland & Knight LLP
1600 Tysons Boulevard
Suite 700
Tysons Corner, Virginia 22102

(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)

Sara C. Heskett
Edward R. Hickey
Robert S. Highsmith
Richard J. Hindlian
Jerome W. Hoffman
John M. Hogan
James Hohenstein
Brian K. Hole
Marilyn J. Holifield
William J. Honan
Dennis Horn
Joseph Hornyak
Richard Hutchison
Paul M. James
Kenneth Jenero
Adolfo E. Jimenez
Jenny L. Johnson
Scott J. Johnson
Charles S. Johnson
Robert W. Jones
David A. Jones
David S. Kahn
Samuel P. Kastner
Gordon P. Katz
Kerry S. Kehoe
Francis Keldermans
Christopher G. Kelly
Paul J. Kiernan
Paul F. Kilmer
Eric W. Kimball
Bradford Kimbro
Thomas J. Kinasz
Tammy Knight
Chris Kolos
Judith Korchin
Edward Koren
Joshua Krumholz
Michael P. Kuppersmith
Robert Labate

Elizabeth Lake
Alejandro Landa Thierry
William R. Lane
Paul Lannon
Ruth L. Lansner
Philip S. Lapatin
Tiffani G. Lee
Marie Lefere
Ralph T. Lepore
Jack A. Levine
Jerome L. Levine
Shari Levitan
Bruce Loring
Fred J. Lotterhos
Leisa Lundy
Dominic C. MacKenzie
Scott R. MacLeod
Ieuan Mahony
James L. Main
J. Allen Maines
Michael Mannix
Michael R. Manthei
Jonathan S. Marcus
Elias Matsakis
D. Bruce May
James Mayer
Juan J. Mayol
Tom McAleavy
Louise McAlpin
C. Grant McCorkhill
James E. McDermott
Brian A. McDowell
Miriam McKendall
Gregory R. Meeder
George Mencio
Stuart Mendelsohn
Mark C. Michalowski
Nicholas G. Milano

Martin P. Miner
Jeffrey Mittleman
John J. Monaghan
Amanda Monchamp
Anita M. Mosner
Stephen B. Moss
Christopher J. Murdoch
William Mutryn
Christopher Myers
Charles Naftalin
La Fonte Nesbitt
Michael B. Newman
Scott B. Newman
Tracy A. Nichols
Kathleen Nilles
Matthew E. Norton
Kathryn W. Oberto
Ronald Oleynik
Boris Otto
Kevin E. Packman
Frederick D. Page
James A. Park
George Pearce
David L. Perry
William Piels
Tamsen Plume
John F. Pritchard
Roberto R. Pupo
Wayne Quin
Richard Redmond
Alan D. Reitzfeld
Christopher J. Reynolds
Frederick Rohn
Bruce S. Ross
Alban Salaman
John J. Sarchio
Tara A. Scanlon
Janis B. Schiff

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a
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PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state, zip code)

Holland & Knight LLP
1600 Tysons Boulevard
Suite 700
Tysons Corner, Virginia 22102

(check if applicable) [x] 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)

James E. L. Seay
Lawrence Sellers
Jeffrey R. Seul
Mark Shapiro
Stephen Shapiro
Sean C. Sheely
William B. Sherman
Gerry Sikorski
David C. Silver
David R. Singleton
Jose Sirven
Patrick W. Skelton
David Scott Sloan
Daniel I. Small
James D. Smeallie
Lee B. Smith
Robert H. Smith
Colin J. Smith
Stephen W. Snively
Steven Sonberg
Rodolfo Sorondo
M.J. Spelliscy
M. James Spitzer
Michael Starr
Richard B. Stephens
Andrew W. Stephenson
Jeffrey B. Stern
William M. Stevens
Fred S. Stovall
Charles L. Stutts
Michelle White Suarez
Ben Subin
Nicholas W. Targ
Kenji Tatsugi
Lee Phillip Teichner
Albert F. Tellechea
Jovi Tenev

Marisa C. Terrenzi
John Theberge
Charles W. Tiedemann
Charles D. Tobin
Lisa Tofil
John M. Toriello
Melissa S. Turra
Matthew Vafidis
Steven B. Varick
Joseph H. Varner
H. Barry Vasios
Kenneth M. Vesledahl
Edward W. Vogel
Mark von A. Bergen
Robert W. Vyverberg
Karen Walker
Scott C. Wallace
Robert A. Warram
Eric Wechselblatt
Mel S. Weinberger
Alan M. Weiss
Charles A. Weiss
Michael J. Werner
George Wheeler
Joseph B. Whitebread
David Whitestone
Keith M. Wiener
Richard Williams
William B. Wilson
James Wing
Richard R. Winter
Lawrence J. Wolk
Thomas R. Woodrow
Steven Wright
Douglas R. Wright
Barbara M. Yadley
Richard M. Yanofsky
Leighton D. Yates
Larry Zanger

Don Zarin
Michael J. Zdeb
Hongjun Zhang, Ph.D.
Kevin E. Coventon
Randal R. Craft
Richard A. Crowley
Daniel K. Bean
Lynn K. Cadwalaer
Lynn E. Calkins

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

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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 Zoning Appeals, 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 Permit/Variance Attachment to Par. 2" form.

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3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Zoning Appeals, 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 Permit/Variance 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

Wayne H. Liagafeltes, EIC, V.P.
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 4th day of April, 2014, in the State/Comm. of Maryland, County/City of Anne Arundel.

Rebecca Kolker
Notary Public

My commission expires: 3/27/17

REBECCA KOLKER
NOTARY PUBLIC
ANNE ARUNDEL CO., MD
My Commission Expires 3/27/2017

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