



County of Fairfax, Virginia

MEMORANDUM

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

DATE: September 15, 2016

TO: Bob Katai, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

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

SUBJECT: Affidavit
Application No.: PCA 2010-PR-022
Applicant: TMG Solutions Plaza Land, L.P.
PC Hearing Date: 10/5/16
BOS Hearing Date: 10/18/16

REF.: 135241

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 9/14/16, which bears my initials and is numbered 135241b, when you prepare the staff report.

Thank you for your cooperation.

Attachment

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

REZONING AFFIDAVIT

1352416

DATE: September 14, 2016
(enter date affidavit is notarized)

I, Elizabeth D. Baker, agent, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) [] applicant
[✓] applicant's authorized agent listed in Par. 1(a) below

in Application No.(s): PCA 2010-PR-022
(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.)

Table with 3 columns: NAME, ADDRESS, RELATIONSHIP(S). Includes entries for TMG Solutions Plaza Land, L.P. and various agents.

Agents:
Gary E. Block
G. David Cheek
David S. Gelfond
Thomas P. Boylan
Bruce S. Lane

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

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(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)
The Boro I Developer, L.P. Agents: Gary E. Block G. David Cheek David S. Gelfond Thomas P. Boylan Bruce S. Lane	3 Bethesda Metro Center, #1400 Bethesda, MD 20814	Title Owner of Tax Map 29-3 ((15)) 7A2, 7G pt.
The Boro I-C Developer, L.L.C. Agents: Gary E. Block G. David Cheek David S. Gelfond Thomas P. Boylan Bruce S. Lane	3 Bethesda Metro Center, #1400 Bethesda, MD 20814	Title Owner of Tax Map 29-3 ((15)) 7C2, 7H pt., 7J
The Boro II-C Developer, L.P. Agents: Gary E. Block G. David Cheek David S. Gelfond Thomas P. Boylan Bruce S. Lane	3 Bethesda Metro Center, #1400 Bethesda, MD 20814	Title Owner of Tax Map 29-3 ((15)) 7K

(check if applicable)

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

Rezoning Attachment to Par. 1(a)

DATE: September 14, 2016
 (enter date affidavit is notarized)

1352416

for Application No. (s): PCA 2010-PR-022
 (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)
VIKA, Incorporated Agents: John F. Amatetti Robert R. Cochran P. Christopher Champagne	8180 Greensboro Drive, #200 Tysons, VA 22102	Engineer/Agent
VIKA Virginia, LLC Agents: John F. Amatetti Robert R. Cochran P. Christopher Champagne Franklin E. Jenkins Jeffrey A. Kreps Andrea R. Crossett Joseph D. Amatetti	8180 Greensboro Drive, #200 Tysons, VA 22102	Engineer/Agent
Walsh, Colucci, Lubeley & Walsh, P.C. Agents: Martin D. Walsh Lynne J. Strobel M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Andrew A. Painter Matthew J. Allman Jeffrey R. Sunderland (FORMER) Robert D. Brant Elizabeth D. Baker Inda E. Stagg Amy E. Friedlander	2200 Clarendon Boulevard, Suite 1300 Arlington, VA 22201	Attorneys/Agents Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent FORMER Attorney*/Agent Attorney/Agent Planner/Agent Planner/Agent Planner/Agent

*Admitted in New York and California. Admission to Virginia Bar pending.

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

Rezoning Attachment to Par. 1(a)

135241b

DATE: September 14, 2016
(enter date affidavit is notarized)

for Application No. (s): PCA 2010-PR-022
(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)
KI Greensboro Phase I LLC Agents: Pamela B. Tyrrell Catherine (nmi) Moy	1751 Pinnacle Drive, #700 McLean, VA 22102	Asset Manager/Consultant/Agent

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

REZONING AFFIDAVIT

DATE: September 14, 2016
(enter date affidavit is notarized)

134241b

for Application No. (s): PCA 2010-PR-022
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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, **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)
The Boro I-C Developer L.L.C.
3 Bethesda Metro Center, #1400
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)

- Members:
- The Boro I Office, L.L.C.
- The Boro I Theater, L.L.C.

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

- Meridian Realty Partners I GP, L.L.C., Manager

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

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

Rezoning Attachment to Par. 1(b)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The Boro I Office, L.L.C.
3 Bethesda Metro Center, #1400
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 SHAREHOLDERS: (enter first name, middle initial, and last name)
TMG Boro I Office REIT, L.L.C. (A real estate investment trust with more than 100 unitholders.)

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

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The Boro I Theater, L.L.C.
3 Bethesda Metro Center, #1400
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)
TMG Boro I Theater REIT L.L.C. (A real estate investment trust with more than 100 unitholders.)

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

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

Rezoning Attachment to Par. 1(b)

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(enter date affidavit is notarized)

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for Application No. (s): PCA 2010-PR-022
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

The Boro I Residential Rental L.L.C.
3 Bethesda Metro Center, #1400
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 SHAREHOLDERS: (enter first name, middle initial, and last name)

TMGKI Boro I Residential Rental REIT, L.L.C. (A real estate investment trust with more than 100 unitholders.)

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

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

The Boro I Retail L.L.C.
3 Bethesda Metro Center, #1400
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)

TMGKI Boro I Retail REIT, L.L.C. (A real estate investment trust with more than 100 unitholders.)

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

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

Rezoning Attachment to Par. 1(b)

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for Application No. (s): PCA 2010-PR-022
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

The Boro I Residential Tower Rental L.L.C.
3 Bethesda Metro Center, #1400
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 SHAREHOLDERS: (enter first name, middle initial, and last name)

TMGKI Boro I Residential Tower REIT, L.L.C. (A real estate investment trust with more than 100 unitholders.)

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

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

TMG Boro Phase I Development Aggregator, L.L.C.
3 Bethesda Metro Center, #1400
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)

Members: TMG Boro Phase I Development Co-Invest Holdings, L.P., TMG Boro Phase I Development Co-Invest, L.P., Meridian Realty Partners Co-Invest I, L.P. (owns less than 10% of TMG Solutions Plaza Land, L.P., The Boro I Developer, L.P. and The Boro II-C Developer, L.P.), Meridian Realty Partners NUS I, L.P., Meridian Realty Partners TE I, L.P., Meridian Realty Partners HI I, L.P., Meridian Realty Holdings I-C, L.P.

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

Manager: Meridian Realty Partners I GP, L.L.C.

(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: September 14, 2016
(enter date affidavit is notarized)

135244b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Meridian Realty Partners I GP, L.L.C.
3 Bethesda Metro Center, #1400
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)

Sole Member: Meridian Group Holdings, L.P. (owns less than 10% of TMG Solutions Plaza Land, L.P., TMG Solutions Plaza 3, L.L.C., TMG Solutions Plaza 2, L.L.C., TMG Solutions Plaza 1, L.L.C., The Boro I Developer, L.P., The Boro I-C Developer, L.L.C. and The Boro II-C Developer, L.P.)

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

G. David Cheek, President; Bruce S. Lane, EVP; Gary E. Block, Managing Director
Manager: Meridian Group Holdings GP, L.L.C. (owns less than 10% of TMG Solutions Plaza Land, L.P., TMG Solutions Plaza 3, L.L.C., TMG Solutions Plaza 2, L.L.C., TMG Solutions Plaza 1, L.L.C., The Boro I Developer, L.P., The Boro I-C Developer, L.L.C. and The Boro II-C Developer, L.P.)

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

Walsh, Colucci, Lubeley & Walsh, P.C.
2200 Clarendon Boulevard, Suite 1300
Arlington, VA 22201

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)

Wendy A. Alexander	Jay du Von	J. Randall Minchew	Lynne J. Strobel
David J. Bomgardner	William A. Fogarty	Andrew A. Painter	Garth M. Wainman
E. Andrew Burcher	John H. Foote	G. Evan Pritchard	Nan E. Walsh
Thomas J. Colucci	H. Mark Goetzman	M. Catharine Puskar	
Michael J. Coughlin	Bryan H. Guidash	John E. Rinaldi	
Peter M. Dolan, Jr.	Michael J. Kalish	Kathleen H. Smith	

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

Rezoning Attachment to Par. 1(b)

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(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
VIKA, Incorporated
8180 Greensboro Drive, Suite 200
Tysons, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

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

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

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
VIKA Virginia, LLC
8180 Greensboro Drive, #200
Tysons, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

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

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)

135241b

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for Application No. (s): PCA 2010-PR-022
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

KI Greensboro Phase I LLC
1751 Pinnacle Drive, #700
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)

Manager: Kettler Asset Management, LLC
Member: Robert C. Kettler

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)

Kettler Asset Management, LLC
1751 Pinnacle Drive, #700
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)

Kettler, Inc.

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

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

Rezoning Attachment to Par. 1(b)

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for Application No. (s): PCA 2010-PR-022
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Kettler, Inc.
1751 Pinnacle Drive, #700
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)

Robert C. Kettler

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)

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.

REZONING AFFIDAVIT

135241b

DATE: September 14, 2016
(enter date affidavit is notarized)

for Application No. (s): PCA 2010-PR-022
(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)

TMG Solutions Plaza Land, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

(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**)

General Partner:
Meridian Realty Partners I GP, L.L.C.

Limited Partners:
The Boro E1, L.P.
The Boro E2, L.P.

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

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

Meridian Realty Partners TE I, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

Thrivent Financial for Lutherans (There are in excess of thousands of members in this pension fund, none of whom own more than 10% of TMG Solutions Plaza Land, L.P., The Boro I-C Developer, L.L.C., The Boro I-C Developer, L.P. and The Boro II-C Developer, L.P.)

Lane 2006 Dynasty Trust f/b/o F. Leslie Barron, Evan C. Lane and Dana H. Lane

Cheek 2006 Dynasty Trust f/b/o Katherine P. Cheek, Alexander P. Cheek, and Elizabeth K. Cheek

-Gary E. Block

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro E1 Holdings, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:
Meridian Realty Partners I GP, L.L.C.

Limited Partners:

TMG Solutions Plaza Co-Invest Holdings,
L.P.

TMG Solutions Plaza Co-Invest A, L.P.
(owns less than 10% of TMG Solutions
Plaza Land, L.P.)

Meridian Realty Partners Co-Invest I, L.P.
(owns less than 10% of TMG Solutions
Plaza Land, L.P. and The Boro II-C
Developer, L.P.)

Meridian Realty Partners TE I, L.P.

Meridian Realty Partners HI I, L.P.

Meridian Realty Holdings I-C, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Solutions Plaza Co-Invest Holdings, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

Alberta Investment Management Corporation (a Canadian public sector pension plan with thousands of members, none of whom own more than 10% of TMG Solutions Plaza Land, L.P., The Boro I-C Developer, L.L.C., The Boro I Developer, L.P. and The Boro II-C Developer, L.P.)

Morgan Stanley AIP Falconer Global Real Estate 2010 LP (There are in excess of thousands of members in this global investment fund, none of whom own more than 10% of TMG Solutions Plaza Land, L.P., The Boro I-C Developer, L.L.C., The Boro I Developer, L.P. and The Boro II-C Developer, L.P.)

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

1352416

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

Meridian Realty Partners H I, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

FLAG Real Estate Partners II, L.P. (owns
less than 10% of TMG Solutions Plaza
Land, L.P.)

Healthcare of Ontario Pension Plan Trust
Fund (There are in excess of thousands of
members in this pension fund, none of
whom own more than 10% of TMG
Solutions Plaza Land, L.P., The Boro I-C
Developer, L.L.C., The Boro I Developer,
L.P. and The Boro II-C Developer, L.P.)

Morgan Stanley AIP Falconer Global Real
Estate 2010 LP (There are in excess of
thousands of members in this global
investment fund, none of whom own
more than 10% of TMG Solutions Plaza
Land, L.P., The Boro I-C Developer, L.L.C.,
The Boro I Developer, L.P. and The Boro
II-C Developer, L.P.)

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

Meridian Realty Holdings I-C, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

Alberta Investment Management Corporation (a Canadian public sector pension plan with thousands of members, none of whom own more than 10% of TMG Solutions Plaza Land, L.P., The Boro I-C Developer, L.L.C., The Boro I Developer, L.P. and The Boro II-C Developer, L.P.)

Alberta Teachers Retirement Fund (There are in excess of thousands of members in this pension fund, none of whom own more than 10% of TMG Solutions Plaza Land, L.P., The Boro I-C Developer, L.L.C., The Boro I Developer, L.P. and The Boro II-C Developer, L.P.)

H.I. USA Real Estate Fund (There are in excess of thousands of members in this global investment fund, none of whom own more than 10% of TMG Solutions Plaza Land, L.P., The Boro I-C Developer, L.L.C., The Boro I Developer, L.P. and The Boro II-C Developer, L.P.)

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

1352410

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

The Boro I Developer, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

The Boro I Residential Rental L.L.C.

The Boro I Retail L.L.C.

The Boro I Residential Tower Rental,
L.L.C.

The Boro I Residential Condo L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

The Boro II Developer, L.P. (FORMER)
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

The Boro II-B2, L.P.

The Boro II-B1, L.P.

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

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

The Boro II-C Developer, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

TMG Boro II-C Developer Holdings, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro II-C Developer Holdings, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

TMG Boro Phase II Land Hold Co-Invest
Holdings, L.P.

Meridian Realty Partners Co-Invest I, L.P.
(owns less than 10% of The Boro II-C
Developer, L.P.)

Meridian Realty Partners TE I, L.P.

Meridian Realty Partners HI, L.P.

Meridian Realty Holdings I-C, L.P.

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

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135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

The Boro II-B2, L.P. (FORMER)
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

- TMG Boro II-B2 Holdings, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

The Boro II-B1, L.P. (FORMER)
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

TMG Boro II-B1 Holdings, L.P.

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

Rezoning Attachment to Par. 1(c)

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(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro II-B1 Holdings, L.P. (FORMER)
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

TMG Boro Phase II Land Hold Co-Invest Holdings, L.P.

Meridian Realty Partners Co-Invest I, L.P.
(owns less than 10% of The Boro II Developer, L.P.)

Meridian Realty Partners TE I, L.P.

Meridian Realty Partners H I, L.P.

Meridian Realty Holdings I-C, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
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135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro II-B2 Holdings, L.P. (FORMER)
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partners:

TMG Boro Phase II Land Hold Co-
Invest Holdings, L.P.

Meridian Realty Partners Co-Invest I,
L.P. (owns less than 10% of The Boro
II Developer, L.P.)

Meridian Realty Partners TE I, L.P.

Meridian Realty Partners H I, L.P.

Meridian Realty Holdings I-C, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

1352416

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

The Boro I Residential Condo L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

TMGKI Boro I Residential Condo
Holdings, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

1352416

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

The Boro E1, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:
Meridian Realty Partners I GP, L.L.C.

Limited Partner:
TMG Boro E1 Holdings, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro Phase I Development Co-Invest, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

Alberta Investment Management Corporation (a Canadian public sector pension plan with thousands of members, none of whom own more than 10% of TMG Solutions Plaza Land, L.P., The Boro I-C Developer, L.L.C., The Boro I Developer, L.P. and The Boro II-C Developer, L.P.)

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

The Boro E2, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:
Meridian Realty Partners I GP, L.L.C.

Limited Partner:
TMG Boro E2 Holdings, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
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1352416

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro E2 Holdings, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:
Meridian Realty Partners I GP, L.L.C.

Limited Partners:

TMG Solutions Plaza Co-Invest
Holdings, L.P.

TMG Solutions Plaza Co-Invest A, L.P.
(owns less than 10% of TMG Solutions
Plaza Land, L.P.)

Meridian Realty Partners Co-Invest I,
L.P. (owns less than 10% of TMG
Solutions Plaza Land, L.P.. and The
Boro II-C Developer, L.P.)

Meridian Realty Partners TE I, L.P.

Meridian Realty Partners H I, L.P.

Meridian Realty Holdings I-C, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241 b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro Phase II Land Hold Co-Invest Holdings, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

Alberta Investment Management Corporation (a Canadian public sector pension plan with thousands of members, none of whom own more than 10% of TMG Solutions Plaza Land, L.P., The Boro I-C Developer, L.L.C., The Boro I Developer, L.P. and The Boro II-C Developer, L.P.)

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMGKI Boro I Residential Condo Holdings, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

TMGKI Greensboro Phase I, L.P.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMGKI Greensboro Phase I, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

TMG Boro Phase I Development
Aggregator, L.L.C.

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

Meridian Realty Partners NUS I, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

Alberta Investment Management
Corporation (a Canadian public sector
pension plan with thousands of
members, none of whom own more than
10% of TMG Solutions Plaza Land,
L.P., The Boro I-C Developer, L.L.C.,
The Boro I Developer, L.P. and The
Boro II-C Developer, L.P.)

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a
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DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro Phase I Development Co-Invest Holdings, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD 20814

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

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

General Partner:

. Meridian Realty Partners I GP, L.L.C.

Limited Partner:

. Alberta Investment Management
Corporation (a Canadian public sector
pension plan with thousands of
members, none of whom own more than
10% of TMG Solutions Plaza Land,
L.P. or The Boro I Developer, L.P.)

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

Rezoning Attachment to Par. 1(c)

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number (s))

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

TMG Boro Phase I Development Co-Invest, L.P.
3 Bethesda Metro Center, #1400
Bethesda, MD. 20814

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

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

General Partner:

Meridian Realty Partners I GP, L.L.C.

Limited Partner:

Alberta Investment Management
Corporation (a Canadian public sector
pension plan with thousands of
members, none of whom own more than
10% of TMG Solutions Plaza Land,
L.P., The Boro I-C Developer, L.L.C.,
The Boro I Developer, L.P. and The
Boro II-C Developer, L.P.)

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

REZONING AFFIDAVIT

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(enter County-assigned application number(s))

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

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

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

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

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

NONE.

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

REZONING AFFIDAVIT

DATE: September 14, 2016
(enter date affidavit is notarized)

135241b

for Application No. (s): PCA 2010-PR-022
(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.)

- RBDW Avant LLC is owned, in part, by Robert C. Kettler who is the member of KI Greensboro Phase I LLC. KI Greensboro Phase I LLC is the Asset Manager/Consultant for the Applicant as disclosed in Section 1(a) of this affidavit. RBDW Avant LLC donated in excess of \$100 to John Cook for Supervisor; however, please note that RBDW Avant LLC is NOT a party to this application.

(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

Elizabeth D. Baker, agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 14 day of September 2016, in the State/Comm. of Virginia, County/City of Arlington.

My commission expires: 11/30/2019

Kimberly K. Follin
Notary Public
KIMBERLY K. FOLLIN
Registration # 283945
Notary Public
COMMONWEALTH OF VIRGINIA