DATE: July 16, 2019

TO: Stephen Gardner, Staff Coordinator  
   Zoning Evaluation Division  
   Department of Planning and Zoning

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

SUBJECT: Affidavit  
         Application No.: FDP 2018-PR-022  
         Applicant: Georgelas, LLC  
         PC Hearing Date: 9/11/19  
         BOS Hearing Date: 9/24/19

REF.: 147825

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 7/15/19, which bears my initials and is numbered 147825, when you prepare the staff report.

Thank you for your cooperation.

Attachment  
cc: (w/attach) Julia Nichols, Planning Technician I (Sent via e-mail)  
    Zoning Evaluation Division  
    Department of Planning and Zoning
REZONING AFFIDAVIT

DATE: ____________ July 15, 2019 ____________
(enter date affidavit is notarized)

1. 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): FDP 2018-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>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
<th>RELATIONSHIP(S)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Georgelas, LLC</td>
<td>1775 Tysons Boulevard, 5th Floor Tysons, VA 22102</td>
<td>Applicant/Agent for Title Owner</td>
</tr>
<tr>
<td>Agent: Aaron J. Georgelas</td>
<td></td>
<td></td>
</tr>
<tr>
<td>The Templeton Foundation, Inc.</td>
<td>2185 Ringling Boulevard Sarasota, FL 34237</td>
<td>Title Owner of Tax Map</td>
</tr>
<tr>
<td>Agent: Terry C. Templeton</td>
<td></td>
<td>29-1 ((1)) 17B pt., 17C pt.</td>
</tr>
</tbody>
</table>

(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: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-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.

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<tr>
<th>NAME</th>
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<th>RELATIONSHIP(S)</th>
</tr>
</thead>
<tbody>
<tr>
<td>VIKA, Incorporated</td>
<td>8180 Greensboro Drive, #200 Tysons, VA 22102</td>
<td>Engineer/Agent</td>
</tr>
<tr>
<td>Agent: John F. Amatetti</td>
<td></td>
<td></td>
</tr>
<tr>
<td>VIKA Virginia, LLC</td>
<td>8180 Greensboro Drive, #200 Tysons, VA 22102</td>
<td>Engineer/Landscape Architect/Agent</td>
</tr>
<tr>
<td>Agents: John F. Amatetti</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Robert R. Cochran</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P. Christopher Champagne</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jeffrey A. Jenkins</td>
<td></td>
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<td></td>
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<tr>
<td>Jeffrey A. Kreps</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Andrea R. Crossett</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Joseph D. Amatetti</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Walsh, Colucci, Lubeley &amp; Walsh, P.C.</td>
<td>2200 Clarendon Boulevard, Suite 1300 Arlington, VA 22201</td>
<td>Attorneys/Agents for Applicant</td>
</tr>
<tr>
<td>Agents: Martin D. Walsh</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Lynne J. Strobel</td>
<td></td>
<td></td>
</tr>
<tr>
<td>M. Catharine Puskar</td>
<td></td>
<td></td>
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<tr>
<td>Andrew A. Painter</td>
<td></td>
<td></td>
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<tr>
<td>Robert D. Brant</td>
<td></td>
<td></td>
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<tr>
<td>Nicholas V. Cumings</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Elizabeth D. Baker</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bernard S. Suchicital</td>
<td></td>
<td></td>
</tr>
<tr>
<td>WDG Architecture, PLLC</td>
<td>1025 Connecticut Avenue, NW, #300 Washington, DC 20036</td>
<td>Architects/Agent</td>
</tr>
<tr>
<td>Agents: Frederick B. Hammann III</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Siti N. Abdul-Rahman</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Jeffrey A. Morris</td>
<td></td>
<td></td>
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<tr>
<td>Robert C. Keane</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sean M. Stadler</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Raymond L. Woerner II</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Steven S. Schwartzman</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ildo Yang</td>
<td></td>
<td></td>
</tr>
<tr>
<td>J.P. Gonzalez</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(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:** July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-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.

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
<th>RELATIONSHIP(S)</th>
</tr>
</thead>
<tbody>
<tr>
<td>M. J. Wells and Associates, Inc.</td>
<td>1420 Spring Hill Road, Suite 610 Tysons, VA 22102</td>
<td>Transportation Consultant/Agent</td>
</tr>
<tr>
<td>RL Antonucci, LLC</td>
<td>9576 Sunnyslope Drive Manassas, Virginia 20112</td>
<td>Transportation Consultant/Agent</td>
</tr>
<tr>
<td>Agent: Robin L. Antonucci</td>
<td></td>
<td></td>
</tr>
<tr>
<td>George E. Covucci d/b/a Covucci Consulting.</td>
<td>5206 Little Falls Road Arlington, VA 22207</td>
<td>Attorney/Agent for Title Owner</td>
</tr>
<tr>
<td>Agent: George E. Covucci</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CAR UNI VA TYS PA, LLC</td>
<td>8484 Westpark Drive, Suite 200 McLean, VA 22102</td>
<td>Ground Lessee of Tax Map 29-1 ((1)) 17B pt. / Sub-Ground Lessor</td>
</tr>
<tr>
<td>Agents: Jay M. Ferriero Stephanie M. Rochel</td>
<td></td>
<td></td>
</tr>
<tr>
<td>HBL, LLC</td>
<td>8545 Leesburg Pike Vienna, VA 22182</td>
<td>Sub-Ground Lessee of Tax Map 29-1 ((1)) 17B pt.</td>
</tr>
<tr>
<td>Agent: Walter P. Czarnecki, Jr.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

(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: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-PR-022
(enter County-assigned application number(s))

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

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

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Georgelas, LLC
1775 Tysons Boulevard, 5th Floor
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)
Sole Member/Manager: Aaron J. Georgelas

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 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.

FORM RZA-1 Updated (7/1/06)
Rezoning Attachment to Par. 1(b)

DATE: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
The Templeton Foundation, Inc.
2185 Ringling Boulevard
Sarasota, FL 34237

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)
A non-stock, not for profit corporation with no shareholders

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice President, Secretary, Treasurer, etc.)
Terry C. Templeton, President; Jay Crouse, VP; Cathryn Harper, Secretary/Treasurer

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
David J. Bomgardner
E. Andrew Burcher
Thomas J. Colucci
Michael J. Coughlin
Peter M. Dolan, Jr.
William A. Fogarty
John H. Foote
H. Mark Goetzman
Bryan H. Guidash
Michael J. Kalish
Michael R. Kieffer
Charles E. McWilliams
Antonia E. Miller
J. Randall Minchew
Andrew A. Painter
M. Catharine Puskar
John E. Rinaldi
Kathleen H. Smith
Antonia E. Miller
J. Randall Minchew
Andrew A. Painter
M. Catharine Puskar
John E. Rinaldi
Kathleen H. Smith
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J. Randall Minchew
Andrew A. Painter
M. Catharine Puskar
John E. Rinaldi
Kathleen H. Smith
Antonia E. Miller
J. Randall Minchew
Andrew A. Painter
M. Catharine Puskar
John E. Rinaldi

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, and last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)
(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: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-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., Robert R. Cochran, Mark G. Morelock, 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, 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., Robert R. Cochran, Mark G. Morelock, 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.

FORM RZA-1 Updated (7/1/06)
Rezoning Attachment to Par. 1(b)

DATE: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-PR-022
(enter County-assigned application number(s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
M. J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 610
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)
M. J. Wells & Associates, Inc. is an Employee Stock Ownership Plan (ESOP). All employees are eligible Plan participants; however, no one employee owns 10% or more of any class of stock.

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)
RL Antonucci, LLC
9576 Sunnyslope Drive
Manassas, Virginia 20112

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)
Sole Member: Robin L. Antonucci

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.

FORM RZA-1 Updated (7/1/06)
Rezoning Attachment to Par. 1(b)

DATE: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
WDG Architecture, PLLC
1025 Connecticut Avenue, NW, #300
Washington, DC 20036

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)
Managing Members: Malcolm D. Dixon, Frederick B. Hammann II, Eric J. Liebmann, Jeffrey A. Morris, Robert C. Keane, Siti N. Abdul-Rahman, Sean M. Stadler
Members: Raymond L. Woerner, Steven S. Schwartzman

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
CAR UNI VA TYS PA LLC
8484 Westpark Drive, Suite 200
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 SHAREHOLDERS: (enter first name, middle initial, and last name)
Capital Automotive Real Estate Services, Inc., Manager and Member

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

(check if applicable) [✓] There is more corporation information and Par. 1(b) is continued further on a “Rezoning Attachment to Par. 1(b)” form.
Rezoning Attachment to Par. 1(b)

DATE: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Capital Automotive Real Estate Services, Inc.,
8484 Westpark Drive, Suite 200
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)
Capital Automotive L.P.

Names of Officers & Directors:

Jay M. Ferriero, President & CEO; Daniel E. Garces, SVP & Director of Acquisitions; Erica B. Powers, SVP, Treasurer, Asst. Secretary & CAO; Stephanie M. Rochel, VP, Secretary & Associate Counsel; Christopher J. Sokira, SVP & Dir of Portfolio Mgmt; Roger J. Stattel, SVP & CFO; Amy K. Dorrian, VP

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Capital Automotive LLC
8484 Westpark Drive, Suite 200
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)
Flag Fund V LLC, member
BSREP CARS Sub-Pooling LLC, member

Names of Officers & Directors:

Capital Automotive Real Estate Services, Inc., Manager
Jay M. Ferriero, President & CEO; Daniel E. Garces, SVP & Director of Acquisitions; Erica B. Powers, SVP, Treasurer, Asst. Secretary & CAO; Stephanie M. Rochel, VP, Secretary & Associate Counsel; Christopher J. Sokira, SVP & Dir of Portfolio Mgmt; Roger J. Stattel, SVP & CFO; Amy K. Dorrian, VP

(check if applicable) [✓] There is more corporation information and Par. 1(b) is continued further on a
"Rezoning Attachment to Par. 1(b)" form.
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for Application No. (s): FDP 2018-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Flag Fund V LLC
8484 Westpark Drive, Suite 200
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 SHAREHOLDERS: (enter first name, middle initial, and last name)
Member: BSREP CARS Sub-Pooling LLC

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)
OP LP LLC
8484 Westpark Drive, Suite 200
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 SHAREHOLDERS: (enter first name, middle initial, and last name)
BSREP CARS Sub-Pooling LLC

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.

FORM RZA-I Updated (7/1/06)
Rezoning Attachment to Par. 1(b)

DATE: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
BSREP CARS Sub-Pooling LLC
250 Vesey Street, 15th Floor
New York, NY 10281

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)
BSREP CARS Co-Invest REIT LLC (There are more than 100 unitholders in this REIT)
BSREP CARS Borrower LLC (owns less than 10% of CAR UNI VA TYS PA LLC)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
OP LP LLC
8484 Westpark Drive, Suite 200
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 SHAREHOLDERS: (enter first name, middle initial, and last name)
BSREP CARS Sub-Pooling LLC

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

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

DATE: ___________ July 15, 2019 ___________
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-PR-022
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
HBL, LLC
8545 Leesburg Pike
Vienna, VA 22182

DESCRIPTION OF CORPORATION: (check one statement)

[✓] There are 10 or less shareholders, and all of the shareholders are listed below.

[ ] There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

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

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)
Penske Automotive Group, Inc., Sole Member

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

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Penske Automotive Group, Inc.
2555 Telegraph Road
Bloomfield Hills, MI 48302-0954

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)
Publicly traded on the NYSE

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

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(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

DATE: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-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)
Capital Automotive L.P.
8484 Westpark Drive, Suite 200
McLean, VA 22102

(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)

Capital Automotive LLC, General Partner

Limited Partner:
OP LP LLC

(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.

FORM RZA-1 Updated (7/1/06)
REZONING AFFIDAVIT

DATE: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-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: July 15, 2019
(enter date affidavit is notarized)

for Application No. (s): FDP 2018-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.)

Aaron J. Georgelas of Georgelas, LLC, donated in excess of $100 to Jeff McKay for Chairman.

(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: [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 15 day of July, 2019, in the State/Comm. of Virginia, County/City of Arlington.

My commission expires: 11/30/2019