DATE: June 30, 2021

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

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

SUBJECT: Affidavit
          Application No.: PCA 86-C-119-08 / DPA 86-C-119-04 / PRCA 86-C-119-02
          Applicant: Boston Properties Limited Partnership
          PC Hearing Date: 5/19/21
          BOS Hearing Date: 7/13/21

REF.: 159650

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 6/29/21, which bears my initials and is numbered 159650d, 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: June 29, 2021
(enter date affidavit is notarized)

I, Molly M. Novotny, do hereby state that I am an applicant’s authorized agent listed in Par. 1(a) below

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

in Application No.(s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02
(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>Boston Properties Limited Partnership</td>
<td>2200 Pennsylvania Ave. NW, St. 200W Washington, DC 20037</td>
<td>Applicant</td>
</tr>
<tr>
<td>Peter V. Otteni</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Richard H. Ellis, Jr.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Kenneth F. Simmons</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Matthew J. Bonifant</td>
<td></td>
<td></td>
</tr>
<tr>
<td>James A. Hart</td>
<td></td>
<td></td>
</tr>
<tr>
<td>John J. Stroman</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sean B. Sullivan</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Peter D. Johnston</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Charles J. Overly</td>
<td></td>
<td></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).

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

DATE: June 29, 2021
(enter date affidavit is notarized)
for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02
(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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(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.

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

DATE: June 29, 2021

(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02

(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>Urban Engineering &amp; Associates, Inc. (t/a Urban Ltd.)</td>
<td>7712 Little River Turnpike Annandale, VA 22003</td>
<td>Engineer/Agent</td>
</tr>
<tr>
<td>Eric S. Siegel</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Peter F. Crawford</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Ryan G. David</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)

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(enter date affidavit is notarized)
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(enter County-assigned application number (s))

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<tr>
<th>NAME</th>
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<th>RELATIONSHIP(S)</th>
</tr>
</thead>
<tbody>
<tr>
<td>M.J. Wells &amp; Associates, Inc.</td>
<td>1420 Spring Hill Road,Suite 610</td>
<td>Transportation Engineer/Agent</td>
</tr>
<tr>
<td>Agents: Kevin R. Fellin</td>
<td>Tysons, VA 22102</td>
<td></td>
</tr>
<tr>
<td>William F. Johnson</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Lawrence E. Sefcik</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Lester E. Adkins, III</td>
<td></td>
<td></td>
</tr>
<tr>
<td>John F. Cavan, IV</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Andrew C. Buntua</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Robert M. Browning</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Justin B. Schor</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Solomon, Cordwell, Buenz &amp; Associates, Inc.</td>
<td>625 North Michigan Avenue Suite 800</td>
<td>Architect/Agent</td>
</tr>
<tr>
<td>Agents: John C. Lahey (former)</td>
<td>Chicago, IL 60611</td>
<td></td>
</tr>
<tr>
<td>Mark J. Frisch (former)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Gary L. Kohn</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Devon G. Patterson</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Theodore C. Strand (former)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Clara I. Wineberg</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sean A. Witty</td>
<td></td>
<td></td>
</tr>
<tr>
<td>David A. Seglin</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Donald M. Stark (addition)</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.

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

DATE: June 29, 2021  
(enter date affidavit is notarized)

for Application No. (s):  PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02  
(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>
</table>
| Cooper Carry, Inc.  
Agents: David W. Kitchens  
Robert F. Uhrin  
Andrea MN. Schaub  
Stephen M. Smith  
Lloyd L. Golding (Layton)  
Abby L. Oklak  
Jason A. Albers  
Samuel J. Guerin  
Katelyn S. Smith  
Cooley LLP  
Agents: Mark C. Looney  
Colleen P. Gillis  
Jill S. Parks  
Brian J. Winterhalter (former)  
Amanda R. Williams  
Dennis C. Liu  
Ben I. Wales  
Molly M. Novotny  
Samantha R. Sieketeck  
Veronica R. Merril (addition) | 625 North Washington St., Suite 200  
Alexandria, VA 22314  
One Freedom Square  
Reston Town Center  
11951 Freedom Drive, Suite 1400  
Reston, Virginia 20190 | Architect/Agent  
Attorney/Agent for Boston Properties Limited Partnership  
Attorney  
Attorney  
Attorney  
Attorney  
Planner  
Planner  
Planner |

(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.

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

DATE: June 29, 2021
(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02
(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)
Boston Properties LLC
2200 Pennsylvania Ave. NW, St. 200W
Washington, DC 20037

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)
Boston Properties, Inc. - Member
Boston Properties Limited Partnership - Managing Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & 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: June 29, 2021

(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/DPA 86-C-119-04/ PRCA 86-C-119-02

(enter County-assigned application number(s))

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

Boston Properties, Inc.
800 Boylston Street, Suite 1900
Boston, MA 02199

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 SHAREHOLDER: (enter first name, middle initial, and last name)

Boston Properties, Inc. is a publicly traded company listed as BXP on the NYSE.

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

Kelly A. Ayotte, Director
Peter G. Back, Sen VP Construction
Stacey A. Baur-Marcellino, VP Leasing
Robert A. Barrasso, VP Property Acctng
John K. Brandbergh, Sen VP Leasing
Julie R. Burakoff, VP Counsel
Frank D. But, Sen VP, General Counsel, Sec.
Gregory A. Butler, VP, Reg. Controller
Steven R. Colvin, Sen VP, Prop Mgmt.
Patrick J. Cooper, VP Construction
Frederick J. DeAngelis, Sen VP, Sen Couns
Mark J. Denman, VP Const
Mark D. Denny, VP, Regional Controller
Rodney C. Diehl, Sen VP Leasing
Kelli A. DiLuglio, Ass Sec
Carol B. Einiger, Director
Richard H. Ellis, VP Development
Aaron N. Fenton, VP, Development
Stephanie C. Friedman, VP Leasing
Donna D. Greschke, Sen VP, HR
Jeffrey L. Gurner, VP Engineering
Amy C. Gindel, Sen VP Finance & Planning
Mark C. Greco, VP, Infrastructure Services
Robert S. Hamilton, VP, Reg. Controller
James A. Hart, VP Development
Jeffrey D. Haywood, VP Construction
Thomas L. Hill, Sen VP Prop Management
Mark E. Hockenjos, VP Prop Management
J. Michael Holland, VP Construction

Diane J. Hoskins, Director
Franklin F. Hryce, III, VP Leasing
Kathleen Y. Johnson, VP Counsel
Peter D. Johnston, Exec. VP, Washington DC Region
Janet (mmi) Kerr, VP Risk Management
Eric G. Kevorkian, Sen VP, Sen Corporate Couns, Ass. Sec.
Joel J. Klein, Chairman of the Board
Bryan J. Koop, Exec. VP, Boston Region
Michael E. LaBelle, Exec. VP, CFO & Treas
Andrew D. Levin, Sen VP, Leasing
Douglas T. Linde, Pres., Director
Matthew J. Lustig, Director
Jeanne M. Madden, VP, Reg. Controller
James J. Magaldi, Sen. VP, Finance & Capital Markets
C. Sara A. Mauser, VP, Investor Relations
Thomas (mmi) Marcucella, VP, IT Services
Kevin (mmi) McCall, VP, Regional Controller
Laura D. McNulty, Sen VP Prop
David E. Miller, Sen VP Construction
Richard T. Monopoli, Sen VP Development
Steven P. Morken, VP Construction
Matthew M. Murray, VP, Leasing
Benjamin T. Myers, VP, Sustainability
Thomas J. O'Connor, VP Acquisitions
Jonathan L. Olson, VP Construction
Peter V. Otteni, Sen. VP Development
Robert E. Pester,Exec. VP, SF Region
Jeffrey S. Phaneuf, VP Finance & Planning

David (mmi) Pigott, VP, Application Dev.
John F. Powers, Exec. VP, NY Region
David C. Provost, Sen VP Development
Jonathan S. Randall, Sen VP Construction
Raymond A. Ritchey, Sen. Exec. VP
Stephanie A. Rodgers, VP Hum Resources
Michael J. Rowe, VP Financial Reporting
Robert A. Schubert, Sen VP Construction
Peter V. See, Sen VP, Property Mgmt.
Laura M. Sesody, VP, Corp. Mkting & Communication
Christine M. Shen, Sen VP Reg Counsel
Ass. Sec.
Barney H. Silver, VP, Construction
R. David Stewart, VP Development
John J. Stroman, EVP Leasing
Sean B. Sullivan, VP Development
Owen D. Thomas, CEO, Director
Michael B. Tiford, VP, Development
Madeleine C. Timin, Sen VP, Reg. GC & Ass. Sec.
David A. Twardock, Director
Christopher M. Vaughn-Halbert, VP Construction
William H. Walton, III, Director
James J. Whalen, Sen VP and CIO
Maura L. Wheet, VP Tax
Michelle C. Yip, VP, Counsel
Christine C. Yuen, VP, Leasing

(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: June 29, 2021
(enter date affidavit is notarized)
for Application No. (s): PCA 86-C-119-08/DPA 86-C-119-04/PRCA 86-C-119-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Boston Properties, Inc. (continued)
800 Boylston Street, Suite 1900
Boston, MA 02199

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 SHAREHOLDER: (enter first name, middle initial, and last name)
Boston Properties, Inc. is a publicly traded company listed as BXP on the NYSE.

______________________________
NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.
President, Vice-President, Secretary, Treasurer, etc.)
William T. McGrath, VP, Finance
Patrick M. Mulvihill, Sen. VP, Leasing
Michael R. Walsh, Sen VP, CAO
Daniel G. Murtagh, VP, Engineering
Elizabeth L. Reilly, VP, Const.
Karen E. Dykstra, Dir
Bruce W. Duncan, Dir

______________________________
NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Boston Properties, Inc. (continued)
800 Boylston Street, Suite 1900
Boston, MA 02199

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)
Boston Properties, Inc. is a publicly traded company listed as BXP on the NYSE.

______________________________
NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.
President, Vice-President, Secretary, Treasurer, etc.)
Heather A. Kahn, VP Leasing
Karen D. Holdridge, Sen VP, Reg. GC & Asst. Sec.
Yuchong (nvm) McDonough, SVP Counsel, Asst Secy
Sharon E. Clayborne, VP, Construction
Jonathan D. Lange, SVP, Los Angeles Region (fka Jonathan D. Lange, VP,
Kevin M. FitzPatrick, VP, Reg Prop. Man
Melissa A. Schrock, VP Dev
Michael J. Fitzgerald, VP, Engineering

(check if applicable) [✓] There is more corporation information and Par. 1(b) is continued further on a
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FORM RZA-1 Updated (7/1/06)
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(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Boston Properties, Inc. (continued) (New Page)
800 Boylston Street, Suite 1900
Boston, MA 02199

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 SHAREHOLDER: (enter first name, middle initial, and last name)
Boston Properties, Inc. is a publicly traded company listed as BXP on the NYSE.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)
Erin M. Braley, Vice President (addition)
Denis (mni) Cronin, Vice President (addition)
Waldemar (mni) Kuzdal, Vice President (addition)
Cole (mni) Pinne, Vice President (addition)
Kenyetta Toi Price-Jackson, Vice President (addition)

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.

FORM RZA-1 Updated (7/1/06)
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(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Urban Engineering & Associates, Inc.
t/a Urban, Ltd.
7712 Little River Turnpike, Annandale, VA 22003

DESCRIPTION OF CORPORATION: (check one statement)

☑ There are 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 SHAREHOLDER: (enter first name, middle initial, and last name)
J. Edgar Sears, Jr.
Brian A. Sears

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)
Solomon, Cordwell, Buenz & Associates, Inc.
625 N. Michigan Avenue, Suite 800
Chicago, IL 60611

DESCRIPTION OF CORPORATION: (check one statement)

☑ 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 C. Lahey (former)
Gary L. Kohn (former)
Christopher T. Pemberton

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.

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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 22101

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 SHAREHOLDER: (enter first name, middle initial, and last name)
M.J. Wells & Associates, Inc. Employee Stock Ownership Trust. All employees are eligible plan participants; however, no one employee owns more than 10% of any class of stock.

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Cooper Carry, Inc.
625 North Washington St., Suite 200
Alexandria, VA 22314

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, 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)
Kevin R. Cantley, Roger L. Miller, and Cooper Carry's Employee Stock Ownership Plan

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 AFFIDAVIT

DATE: June 29, 2021
(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02
(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)
Cooley LLP
11951 Freedom Drive, Suite 1400
Reston, VA 20190

(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)
Jane K. Adams
Peter M. Adams
Maureen P. Alger
DeAnna D. Allen
Gian-Michele a Marca
Mazda K. Antia
Aaron F. Archer
Orion (nmi) Armon
Michael A. Attanasio
Jon C. Avina
Luke T. Bagley
Cynthia A. Bai
Charles J. Bair
Dee (nmi) Bansal
Celia Goldwag Barenholtz

(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 Attachment to Par. 1(c)

DATE: June 29, 2021

(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02

(enter County-assigned application number (s))

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

Cooley LLP (continued)
11951 Freedom Drive, Suite 1400
Reston, VA 20190

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

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

Matthew S. Bartus
Michael D. Basilc
Ben W. Beerle
Keith J. Berets
Laura A. Berezin
Michal (nni) Berkner
Ann (nni) Bevitt
Aaron D. Binstock
Ryan E. Blair
Eric W. Blanchard
David C. Boles
Barbara L. Borden
Jodie M. Bourdet
Philip M. Bowman
Wendy J. Brenner
David (nni) Bresnick
Matthew J. Brigham
Nicole C. Brookshire
Megan S. Browdie
Fraser D. Brown
Harley J. Brown
Matthew D. Brown
Matthew T. Browne
Alfred L. Browne, III
Brian W. Burke
John T. Byrnes
Luke T. Cadigan
Robert T. Cahill
Will (nni) Cai
Matthew D. Caplan
L. Kay Chandler
Adam C. Chase
Jaime L. Chase
Chen (nni) Chen
Reuben H. Chen
Calise Y. Cheng
William T. Christiansen II
John A. Clark
Sean M. Clayton
John A. Clendenin
Thomas A. Cott
Derek O. Colla
Helenanne (nni) Connolly
Adam B. Connolly
Tom A. Connors
Joseph W. Conroy
Kevin S. Cooper
Bill J. Corcoran
Chris (nni) Coulter
Lauren B. Creel
John A. Dado
Scott D. Daird
Jonathan R. Davies
Tiana D. Demas
Karen Elizabeth Deschaine
Darren K. DeStefano
Adam M. Dinow
Megan L. Donohue
Michelle C. Doolin
Joseph M. Drayton
Cullen D. Speckhart
Matthew P. Dubofsky
Angela L. Dunning
Christopher B. Durbin
John C. Dwyer
Shannon M. Eagan
Erik S. Edwards
Ivor (nni) Elrifi
Tom (nni) Eppsi
Sonya F. Erickson
Heidi A. Erlacher
Mark C. Everiss
Lester J. Fagen
Dean D. Farmer
Brent D. Fassett
Brandon W. Fenn
M. Wainwright Fishburn, Jr.
Patrick J. Flanagan
Carlton (nni) Fleming
Kristine A. Forderer
Rod (nni) Freeman
Joshua A. Friedman
Koji F. Fukumura

(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: June 29, 2021

(enter affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02

(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Cooley LLP (Continued)
11951 Freedom Drive, Suite 1400
Reston, VA 20190

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

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

James F. Fulton, Jr.  Patrick P. Gunn  Craig D. Jacoby
Eamonn J. Gardner  Divyakar (nm) Gupta  Len C. Jacoby
Jon E. Gavenman  Jeffrey M. Gutkin  Tanisha A. James
Stephanie (nm) Gentile  John B. Hale  Eric C. Jensen
Adam S. Gershenson  Charles D. Haley  Madison A. Jones
Bobby A. Ghajar  Matthew W. Hallinan  Robert L. Jones
Patrick E. Gibbs  Alan D. Hambelton  Kenneth G. Juster
Colleen P. Gillis  Laurence M. Harris  Jeffrey S. Karr
Todd J. Gluth  Kathleen R. Hartnett  Alex K. Kassai
Daniel Isaac Goldberg  Bernard L. Hatcher  Joshua A. Kaufman
Andrew D. Goldstein  John H. Hemann  Natasha E. Kaye
Kathleen H. Goodhart  Matthew B. Hemington  Claire (nm) Keast-Butler
Seth J. Gottlieb  Cathy (nm) Hersheof  Heidi L. Keefe
Shane L. Goudey  Kate E. Hillier  Jason L. Kent
TJ J. Graham  Gordon K. Ho  Adit M. Khorana (former)
Jonathan G. Graves  Nicholas A. Hobson  Charles S. Kim
Jeff (nm) Greene (former)  Paula E. Holland  Jonathan J. Kim
Sascha (nm) Grimm  Josh P. Holleman  Christopher J. Kimball
Jacqueline I. Grise  Chris C. Holly  Kevin M. King
Daniel J. Grooms  Lila W. Hope  Michael A. Klein
Kenneth L. Guernsey  C. Thomas Hopkins  Benjamin H. Kleine
Patrick P. Gunn  Richard M. Hopley  Michael J. Kirsch

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

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

DATE: June 29, 2021

(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02

(enter County-assigned application number(s))

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

Cooley LLP (Continued)
11951 Freedom Drive, Suite 1400
Reston, VA 20190

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

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

Travis (nmi) LeBlanc
Robert M. McDowell
Gerard (nmi) O'Shea

Randall R. Lee
Michael J. McGrail
John Paul Oleksiuk

Alexander (nmi) Lee
John T. McKenna
Garth A. Osterman

Pang (nmi) Lee
Lowell D. Mead
Rama (nmi) Padmanabhan

Jamie K. Leigh
Laura M. Medina
Kathleen M. Pakenham

Shira Nadich Levin
Beatriz (nmi) Mejia
Ferish (nmi) Patel

Michael S. Levinson
Erik B. Milch
Timothy G. Patterson

Stephane (nmi) Levy
Chadwick L. Mills
Matthew (nmi) Pavao

Jeffrey P. Libson
David E. Mills
Daniel S. Peale

Anne E. Lieberman
J. Kevin Mills
Anne H. Peck

Sarah M Lightdale
Barbara Roblin Mirza
David G. Peinsipp

Michael R. Lincoln
Philip D. Mitchell
Nicole K. Peppe

James C. T. Linfield (former)
Patrick J. Mitchell
Kevin J. Perry

Samuel M. Livermore (former)
Ann M. Mooney
Yvan-Claude J. Pierre

Douglas P. Lobel
M. Howard Morse
Mark B. Pitchford

Bethany C. Lobo
Phillip E. Morton
Noah B. Pittard

J. Patrick Loofbourrow
Dana J. Moss (former)
Adam M. Pivovar

Mark C. Looney
Alessandra (nmi) Murata
Michael L. Platt

Siana E. Lowrey
Colin D. Murphy
Christian E. Plaza

James (nmi) Lu
Sean D. Murphy
Aaron M. Pomeroy

Andrew P. Lustig
Ryan E. Naftulin
Marya A. Postner, Ph.D.

Nicola (nmi) Maguire
Danielle E. Naftulin
Elizabeth B. Prelogar (former)

Amanda A. Main
David J. Naveita
Rachel B. Proffitt

Eileen (nmi) Marshall
Ian A. Nussbaum
Steven M. Przemicki

Blake W. Martell
Brooke E. Nussbaum
Marc A. Recht

Joshua O. Mates
William V. O'Connor
Michael G. Rhodes

James J. Maton

Mika R Mayer

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

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

DATE: June 29, 2021

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Cooley LLP (Continued)
11951 Freedom Drive, Suite 1400
Reston, VA 20190

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

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., General Partner, Limited Partner, or General and Limited Partner)
Giselle S. Rivers
Jonathan W.M. Rivinus
Paul A. Roberts
John W. Robertson
Kenneth J. Rollins
Kevin K. Rooney
Stephen H. Rosen
Sacha D. Ross
Joshua D. Rottner
Adam J. Ruttenberg
Thomas R. Salley
Robert D. Sanchez
Ryan S Sansom
Jason M. Savich
Martin S. Shenker
Megan Arthur Schilling
Michelle G. Schulman
William J. Schwartz
Eric J. Schwartzman (former)
Richard C. Segal
Boris (nmi) Segalis (former)
David J. Segre
Josh (nmi) Seidenfeld
John H. Sellers
Ian R. Shapiro
Michael N. Sheetz
Ben (nmi) Shribman
Jordan A. Silber
Brent B. Siler
David I. Silverman
Stephen R. Smith
Whitty (nmi) Somvichian
Geoffrey R. Starr
Henry J. Stewart
Justin (nmi) Stock
Steven M. Strauss
Sanya (nmi) Sukduang
Marc R. Suskin
C. Scott Talbot
Mark P. Tanoury
Gregory C. Tenhoff
Michael E. Tenta
Rachel W. Thorn
Jeffrey (nmi) Tolin
Michael R. Tollini
Steven J. Tonsfeldt
Michael S. Tuscan
Jessica Valenzuela Santamaria
Patrick (nmi) Van Eeeke
Kristin E. VanderPas
Joseph J. Vaughan
Miguel J. Vega
Aaron J. Velli
David A. Walsh
Mark B. Weeks
Mark R. Weinstein
Peter H. Werner
Scott B. Weston
John (nmi) Wilkinson
Charity R. Williams
Drew S. Williamson
David B. Wilson
Charlie (nmi) Winckworth (former)
Mark (nmi) Windfeld-Hansen
Adriana Lofaro Wirtz
David J. Wittenstein
Nancy H. Wojtas
Amy M. Wood
Summer J. Wynn
Babak (nmi) Yaghmai
Henry (nmi) Yin
David R. Young
Michael (nmi) Yu
Xun (nmi) Zeng
Christina (nmi) Zhang
Additions with the 4/12/21 affidavit:
Rupa R. Briggs (fka Rupa R. Briggs)
Nicolas H.R. Dumont
Yining (nmi) Liu
Sonia W. Nath
Obrea O. Poindexter
Sean S. Ruff
Lupe (nmi) Sampedro
Additions with the 5/3/21 affidavit:
Gina (nmi) Cavalier
Eric W. Doherty
Ethan (nmi) Jin
Michael J. Rohr
Sara H. Semmani
Christopher J. Stack
Erin C. Trenda
Aric H. Wu
Jingyi (nmi) Xu

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

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

DATE: June 29, 2021

(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02

(enter County-assigned application number (s))

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

Cooley LLP (Continued)
11951 Freedom Drive, Suite 1400
Reston, VA 20190

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

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

Additions as of June 2, 2021 affidavit:

Laurie (nmi) Bauer
Rick (nmi) Ginsberg
Greg (nmi) Grossman
Erin (nmi) Kirchner
Amy (nmi) Mandragouras
Nylon (nmi) Persaud
Zach (nmi) Robert
Tracy (nmi) Rubin
Christina (nmi) Roupas
Courtney M. Tygesson
Ryan (nmi) Vann

Additions as of June 29, 2021 affidavit:

Michael (nmi) Tu
Elisabethann (nmi) Wright

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

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

DATE: June 29, 2021 (enter date affidavit is notarized)
for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02 (enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Boston Properties Limited Partnership
800 Boylston Street, Suite 1900
Boston, MA 02199

(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)
Boston Properties, Inc. - General Partner

There are over 200 limited partners in this real estate investment fund, none of whom own 10% or more

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

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

DATE: June 29, 2021
(enter date affidavit is notarized)
for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)
Reston Corporate Center Limited Partnership
c/o Boston Properties Limited Partnership
2200 Pennsylvania Ave. NW, St. 200W, Washington, DC 20037

(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)
Boston Properties LLC - General Partner
Boston Properties Limited Partnership -
Limited Partner

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

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

DATE: June 29, 2021
(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02
(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: June 29, 2021

(enter date affidavit is notarized)

for Application No. (s): PCA 86-C-119-08/ DPA 86-C-119-04/ PRCA 86-C-119-02

(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.)

New Disclosure as of 4/12/21: Robert M. McDowell of Cooley LLP made a contribution in excess of $100 to “Patrick Herrity for Fairfax County Board of Supervisors”.

(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

Molly M. Novotny, Planner
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 29th day of June 2021 in the State/Comm. of Virginia, County/City of Fairfax.

KEAIRA LATISSA WILLIAMS
NOTARY PUBLIC
COMMONWEALTH OF VIRGINIA
MY COMMISSION EXPIRES APR. 2025
COMMISSION # 793200

Notary Public

My commission expires: 4/30/25