

County of Loudoun
Department of Planning
MEMORANDUM

DATE: February 13, 2009 **REVISION No. 2**

TO:

Building and Development, ERT, Zoning	Marilee Seigfried (2)	MS 60
Building and Development	Mike Seigfried	MS60A
Office of Capital Construction	Dan Csizmar	MS 49
Economic Development	Robyn Bailey	MS 63
Fire, Rescue & Emergency Services	Maria Taylor (3)	MS 61
General Services	Randy Williford	MS 48
Health Services, Environmental	Alan Brewer	MS 68
Library Services	Doug Henderson	MS 70
Loudoun County Sanitation Authority	Julie Atwell	MS 00B
Office of Transportation Services	Lisa Mays	MS 69
Parks, Recreation and Community Services	Mark Novak	MS 78
Planning, CIO	Miguel Salinas	MS 62
Planning, Comprehensive	Cindy Keegan	MS 62
School Board	Sam Adamo	MS00C
Virginia Department of Transportation	Tom Van Poole (3)	MS 00
VA Department of Conservation & Recreation	S. René Hypes	
Board of Supervisors	Lori Waters	MS 01
Planning Commission	Bob Klancher	MS 62

FROM: Judi Birkitt, Project Manager

RE: **ZMAP-2008-0021 Kincora Village Center**

DRC MEETING: Friday March 6, 2009 at 10 a.m. in the Round Hill Conference Room

COMMENT

DUE DATE: April 14, 2009

(Note: Please provide referral comments, one paper copy as well as one electronic copy to judi.birkitt@loudoun.gov by the due date. If you have any questions, please contact me at 703-771-5784.)

Please find the enclosed information for your review:

1. Information Sheet
2. Statement of Justification dated October 31, 2008
3. Proffer Statement dated February 5, 2009
4. Phase I Investigation dated March 2001 (ERT, CP, CIO, P&R, DCR)
5. Phase II Archeological Investigation dated January 2008 and revised through April 2008 (ERT, CP, CIO, P&R, DCR)
6. Endangered and Threatened Species Habitat Evaluation and Rare Plant Species/Community Assessment dated March 8, 2006 (ERT, CP, CIO, P&R, DCR)
7. Tree Stand Evaluation dated March 8, 2006 (ERT, CP, CIO, P&R, DCR)
8. Traffic Impact Study dated October 23, 2008 (OTS, VDOT, PM & File)
9. Certified Plat dated September 2008 and Zoning Map Amendment plat dated October 2008

ZMAP-2008-0021
Kincora Village Center

APPLICANT/OWNER: NA Dulles Real Estate Investor LLC
Michael W. Scott
PO Box 865
Great Falls, VA 22066
703-738-8736

REPRESENTATIVE: Hunton & Williams LLP
John C. McGranahan, Jr., Esquire
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102
703-714-7464

PROPOSAL: A Zoning Map Amendment to rezone 336.64 acres from PD-IP under the 1972 Zoning Ordinance to PD-MUB

LOCATION: Southwest quadrant of the Harry Byrd Highway (Route 7) and Sully Road (Route 28) Interchange.

TAX MAP/PARCEL: Tax Map - /80///1////3/ MCPI - 041-29-8238-000
Tax Map - /80//27////1/ MCPI - 042-29-6582-000
Tax Map - /80//27////2/ MCPI - 042-49-0209-000

CURRENT ZONING: PD-IP (1972 Zoning Ordinance)

PROPOSED NON-RES FLOOR AREA:

1,544,000 (1,400 MF Residential including 140 ADU)
2,604,349 (Office Employment)
398,825 (Retail/Other)
269,851 (Public Civic & Institutional)
575,000 (Hotel, 720 rooms)

5,392,025 Total SF

SURROUNDING ZONING/LAND USE:

NORTH	PD-IP/PD-OP/A3	Vacant, Office, Warehouse, Residential
SOUTH	PD-IP	Industrial
EAST	PD-IP/PD-OP/PDCCRC	Vacant, Industrial
WEST	PD-IP	Vacant, LCSA, Industrial

ELECTION DISTRICT: Broad Run

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Kincora Village Center**

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Michael W. Scott
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703-738-8736

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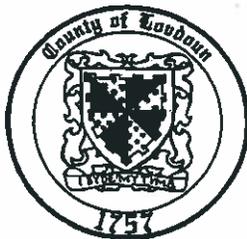
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ELECTION DISTRICT: Broad Run



Loudoun County, Virginia

Department of Planning

1 Harrison Street, S.E., 3rd Floor, P.O. Box 7000, Leesburg, VA 20177-7000

Telephone (703) 777-0246 • Fax (703) 777-0441

February 13, 2009

RE: ZMAP-2008-0021 - Kincora Village Center

Dear Adjacent Property Owner:

This letter serves to inform you that the above referenced land development application has been officially accepted for processing as of February 13, 2009. The application will be sent to the appropriate referral agencies for review with a comment due date of April 14, 2009. Should you wish to review the file, it is available in the file room located in the Department of Building and Development. If you have any further questions regarding the review and processing of this application, please feel free to contact me.

Sincerely,

Judi Birkitt
Project Manager

cc: John C. McGranahan, Jr., Esquire, Hunton & Williams LLP
Van Armstrong, Land Use Review Program Manager, Department of Planning

Attachment

ZMAP-2008-0021
Kincora Village Center

APPLICANT/OWNER: NA Dulles Real Estate Investor LLC
Michael W. Scott
PO Box 865
Great Falls, VA 22066
703-738-8736

REPRESENTATIVE: Hunton & Williams LLP
John C. McGranahan, Jr., Esquire
1751 Pinnacle Drive, Suite 1700
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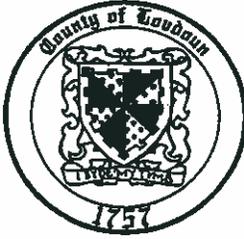
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ELECTION DISTRICT: Broad Run



Loudoun County, Virginia

Department of Planning

1 Harrison Street, S.E., 3rd Floor, P.O. Box 7000, Leesburg, VA 20177-7000

Telephone (703) 777-0246 • Fax (703) 777-0441

February 13, 2009

John C. McGranahan, Jr., Esquire
Hunton & Williams LLP
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

RE: ZMAP-2008-0021-Kincora Village Center

Dear Mr. McGranahan:

This letter serves to inform you that the above referenced land development application has been officially accepted for processing as of February 13, 2009. I have been asked to serve as the Project Manager and look forward to working with your team. Should you wish to review the file, it is available in the file room located in the Department of Building and Development. If you have any further questions regarding the review and processing of this application, please feel free to contact me.

Sincerely,

Judi Birkitt
Project Manager

cc: Van Armstrong, Land Use Review Program Manager, Department of Planning

HUNTON & WILLIAMS LLP
1751 PINNACLE DRIVE
SUITE 1700
MCLEAN, VIRGINIA 22102

TEL 703 • 714 • 7400
FAX 703 • 714 • 7410

JOHN C. MCGRANAHAN, JR.
DIRECT DIAL: 703-714-7451
EMAIL: jmcgranahan@hunton.com

February 12, 2009

FILE NO: 67442.8

BY HAND DELIVERY

Ms. Wini Polis
Loudoun County Department of Planning
One Harrison Street, S.E., Third Floor
Leesburg, Virginia 20175

**Kincora Village Center
ZMAP 2008-0021**

Dear Ms. Polis:

Per your request, please find enclosed the following documents for the referenced application:

1. Three additional copies of the Archaeological Surveys (Phase I, dated March 2001; and Phase II, dated January 2008, revised April 2008);
2. Three additional copies of the Endangered and Threatened Species Habitat Evaluation and Rare Plant Species/Community Assessment, dated March 8, 2006; and
3. Seven additional copies of the Tree Stand Evaluation, dated March 8, 2006.

If you have further questions, please call.

With best regards,



John C. McGranahan, Jr.

Enclosures





HUNTON & WILLIAMS LLP
1751 PINNACLE DRIVE
SUITE 1700
MCLEAN, VIRGINIA 22102

TEL 703 • 714 • 7400
FAX 703 • 714 • 7410

JOHN C. MCGRANAHAN, JR.
DIRECT DIAL: 703-714-7451
EMAIL: jmcgranahan@hunton.com

February 6, 2009

FILE NO: 67442.8

BY HAND DELIVERY

Ms. Ginni Van Horn
Planner
Loudoun County Department of Planning
1 Harrison Street, S.E., Third Floor
Leesburg, Virginia 20177-7000



**Rezoning Application – ZMAP 2008-0021
Kincora Village Center
Loudoun County Tax Map 80/27, Parcels 1, 2 and 3 (part);
PIN 041-29-8238; 042-29-6582; 042-49-0209**

Dear Ginni:

Please find enclosed a revised affidavit, on the form the Board of Supervisors adopted October 21, 2008, for the referenced application. Also enclosed are 19 additional copies of the Concept Plan and Plat.

With the Concept Plan, we have included 22 copies of a draft Proffer Statement to be reviewed by Staff with its initial review of the application.

Also as you requested, we have included a CD with PDF copies of the statement of justification, concept plan, plat, archaeological report, ETS report, tree stand report, and a color rendering of the project.

We look forward to receiving confirmation of the acceptance of this application.

With best regards,

John C. McGranahan, Jr.

Enclosures

cc: Mr. Michael W. Scott
Mr. Daniel P. Coughlan
Mr. Eric S. Siegel

From: Ginni VanHorn
To: Brilliant, Dara
CC: McGranahan, John
Date: 12/4/2008 6:23 PM
Subject: Kincora Village Center - ZMAP 2008-0021 and Office Rec Complex - SPEX 2008-0054
Attachments: ChecklistRejectLr11-21-08.doc; Ginni VanHorn.vcf

Dara,

I sent a letter to John McGranahan on November 21 regarding the Special Exception. (I have attached It to this email as well.) I need to amend the request for additional copies of the plat. Because of the scope of this application, we are sending it to a few additional referral agencies. Please submit a total of 19 additional copies of the SPEX plat and certified plat and 19 additional copies of the statement of justification. Can you please submit electronic copies of the statement of justification dated October 24, 2008 and plat dated October 2008.

The rezoning is also ready to accept pending receipt of revised disclosures and copies (paper and electronic).

Due to the enactment of Virginia Code Annotated Section 15.2-2287.1, Disclosures in land use proceedings effective as of July 1, 2008, and in conjunction with Loudoun County 1993 Revised Zoning Ordinance, Section 6-403, Loudoun County modified its required disclosure form on October 21, 2008. Please complete and submit the new disclosure form.

Also, we will need 22 additional paper copies of the plat package and certified plat as well as electronic copies on disk of the following:

- Statement of Justification
- Certified Plat dated September 2008
- Kincora Village Center Plat package dated October 2008 (in color if possible)
- Phase I dated March 2001 (in color)
- Phase II revised through April 2008 (in color)
- Endangered Species report dated March 8, 2006 (In color) as well as the attached plat dated March 2006 (in color)
- Tree stand evaluation dated March 8 2006 as well as the attached plat (in color)

Please let me know if you have any questions.

Ginni

~~~~~  
 Ginni Van Horn, Land Use Review Planner  
 Loudoun County Dept of Planning  
 1 Harrison Street, 3rd Floor  
 Leesburg, VA 20177  
 703-777-0647  
 703-777-0441 fax  
 ginni.vanhorn@loudoun.gov  
 ~~~~~

October 31, 2008



BY HAND DELIVERY

Ms. Julie Pastor
Director of Planning
Loudoun County Department of Planning
1 Harrison Street, S.E., Third Floor
Leesburg, Virginia 20175



**NA Dulles Real Estate Investor LLC
"Kincora Village Center" Zoning Map Amendment
Loudoun County Tax Map 80-27, Parcels 1 and 2; Tax Map 80-1, Parcel 3
(GPIN Nos. 041-29-8238; 042-29-6582; and 042-49-0209)**

Dear Julie:

I enclose the following application submission materials for the filing of a rezoning application on behalf of NA Dulles Real Estate Investor LLC.

1. Zoning Map Amendment Application Checklist;
2. Land Development Application Form;
3. Paid Tax Certificates;
4. Land Use Certificates;
5. Disclosure of Real Parties In Interest Form;
6. Fee check in the amount of \$26,661.20;
7. Record of Pre-Application Conference;
8. Statement of Justification (22 copies);
9. Three folded sets of the Concept Plan which includes an Existing Conditions Plat, Tree Stand Evaluation and Vicinity Map, prepared by Urban Engineering

Ms. Julie Pastor
October 31, 2008
Page 2

and Associates, Inc. (remaining copies to be provided upon determination that the Concept Plan meets checklist requirements);

10. Four copies of a Certified Plat, prepared by Urban Engineering and Associates, Inc.;
11. Two sets of mailing/address labels of all adjacent property owners;
12. Community meeting information;
13. Six copies of a Transportation Analysis;
14. Five copies of an Archaeological Survey; and
15. Five copies of an Endangered and Threatened Species Habitat Evaluation and Rare Plant Species/Community Assessment.

Please contact me if you have any questions or need additional information.

With best regards,



John C. McGranahan, Jr.

Enclosures

cc: Mr. Michael W. Scott
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Mr. Eric S. Siegel

LOUDOUN COUNTY DEPARTMENT OF PLANNING
1 Harrison Street, S.E., 3rd Floor, P.O. Box 7000, Leesburg, VA 20177 Local (703)777-0246

MINIMUM SUBMISSION REQUIREMENTS FOR ZONING MAP AMENDMENT APPLICATION



Application No. _____

TO BE COMPLETED BY THE APPLICANT

Project Name: Kincora Village Center

Proposed Use: Mixed Use Business Center

Project Location: Southwest quadrant of the Route 28/Route 7 Interchange

Tax Map #(s): TM 80(27), Parcels 1, 2; TM 80(1), Parcel 3 (pt) Parcel #(s): 042-29-6582; 042-49-0209; 041-29-8238 (pt)

Parcel Owner(s): NA Dulles Real Estate Investor LLC Telephone No.: (703) 738-8736 ext. 1101

Daniel P. Coughlan (631) 751-0300 ext. 114

Applicant/Authorized Agent: Michael W. Scott Telephone No.: (703) 738-8736 ext. 1101

Eric Siegel, Urban Engineering &

Engineer/Surveyor: Associates, Inc. t/a URBAN, Ltd. Telephone No.: (703) 642-8080

John C. McGranahan, Jr., Esquire

Attorney: Hunton & Williams LLP Telephone No.: (703) 714-7464

Signature of Person Completing Checklist: *John C. McGranahan, Jr.* Date: 10/31/08

TO BE COMPLETED BY THE PLANNING OFFICE PERSONNEL

Date Received: _____ Date Reviewed: _____

Reviewed by: _____ Date Accepted/Not Accepted: _____

Reason(s) For Not Accepting: _____

MCPI Number(s): _____

A. APPLICANT RESPONSIBILITIES. The applicant must complete all of the information contained in this checklist, or present written approval for any deviation therefrom. Written approval from the designated department for any deviation from mandatory requirements must be obtained prior to application submission.

Where proposed project information is requested in this checklist for adjacent property to the proposal, this information may be limited to projects on file with the County or with an adjacent incorporated town or surrounding jurisdiction.

All plats or plans submitted with this application shall be folded to a size of approximately 8½" x 11" with the title block visible.

If the application is judged incomplete, the staff will identify in writing the deficiencies that must be corrected. The application will not be accepted for processing. The fee and materials will be returned to the applicant.

All required forms are available in the Department of Planning.

Approved Deviations:

A letter signed by the applicant and by the owner of the property granting the right of entry upon the property to the Zoning Administrator, law enforcement agents, and County inspectors for the purpose of inspecting, and bringing law enforcement to the property, during the term of any permit which may be issued is required.

B. LAND DEVELOPMENT APPLICATION FORM. Submit a completed land development application form, including the following:	SUBMITTED		
	YES	NO	N/A
1. Applicant's name and address and ownership interest in the subject property.	X		
2. The name and address, and signed written consent of all those having an ownership interest, if different than the applicant filing the application.			X
3. The names and addresses of all consultants representing the applicant with respect to the proposed development plan.	X		
4. The tax map identification number; MCPI number. ¹	X		
C. CERTIFICATE OF PAYMENT OF TAXES. Provide a certificate verifying that real estate taxes have been paid for all property included in the application. <i>(A certificate of payment of taxes is available from the Treasurer's Office.)</i>	X		
D. USE VALUE ASSESSMENT PROGRAM. Provide a statement which identifies any parcel(s) currently subject to the County's Use Value Assessment that are included as part of this application. <i>(A Land Use certificate is available from the Department of Financial Services.)</i>	X		

1. Information available from the Office of Mapping
 2. Information available from the Department of Building and Development
 3. Information available from the Clerk of the Circuit Court
 4. Information available from the Department of Planning

	SUBMITTED		
	YES	NO	N/A
E. <u>DISCLOSURE OF REAL PARTIES IN INTEREST</u> . Provide completed disclosure form(s).	X		
F. <u>FEES</u> . Provide a check made payable to the County of Loudoun.	X		
G. <u>RECORD OF PRE-APPLICATION CONFERENCE</u> . Provide a copy of the documentation provided at the Conference. ⁴	X		
H. <u>STATEMENT OF JUSTIFICATION</u> . Provide 22 copies of a written Statement of Justification including the following:	X		
1. A Project Summary detailing the following:	X		
a. The present and proposed zoning classification ² and use of the subject property and adjacent land. If an existing or proposed zoning district line does not follow roads, waterways, or property lines, a metes and bounds description of the district boundary is required.	X		
b. The planned use designation of the property and adjacent land as contained in the Comprehensive Plan ⁴ and taxing district, ¹ if applicable.	X		
2. A written statement describing the proposed development's compliance with the environmental, cultural, land use, economic and fiscal, and design goals and policies of the Comprehensive Plan.	X		
3. Address the matters for consideration contained in Section 6-1211(E) of the Zoning Ordinance. ¹	X		
I. <u>VICINITY MAP</u> . Provide 22 copies of a map labeled "Vicinity Map" at a scale of 1" = 1000', 8½" x 11" in size with approximate Virginia coordinate grid information with the proposal's property centered on the map. ¹ Include the following information on the map:	X		
1. Approximate location of arterial and collector streets and any local streets connecting to the proposed project and street names or numbers; major streams or rivers; the Potomac River; the W&OD trail. ¹	X		
2. Project boundaries and all existing lot boundaries (as shown on the County parcel maps) within the project and surrounding the project within the vicinity map area. ¹	X		
3. Jurisdictional boundaries. ¹ (if applicable)			X
4. Existing development of the subject property and the use and development of all land within 200 feet thereof. ¹	X		

1. Information available from the Office of Mapping
2. Information available from the Department of Building and Development
3. Information available from the Clerk of the Circuit Court
4. Information available from the Department of Planning

	SUBMITTED		
	YES	NO	N/A
J. EXISTING CONDITIONS. Provide 22 copies of an existing conditions plat at a scale of 1"=200' (or other appropriate scale as approved by the Director of Planning), including the following:	X		
1. Rezoning Plat. A survey showing property and zoning boundary lines, metes and bounds, property acreage and acreage of area to be rezoned, if different, scale and north arrow, utility transmission lines and public rights-of-way crossing and adjacent to the subject property. ¹	X		
2. Topography at contours not more than five (5) feet. <i>(The Director may request a 2-foot contour.)</i> ¹	X		
3. Steep slopes. ¹	X		
4. Water courses, drainage ways, ponds, wetlands, lakes and bodies of water. ¹	X		
5. The location and general description of vegetation and existing tree cover including:	X		
a. A description of type and extent of tree cover that identifies canopy, understory growth and other flora.	X		
b. An inventory of evergreen trees with calipers of 14 inches or larger and deciduous trees with calipers of 22 inches or larger (measured 4.5 feet above the ground).	X		
c. Endangered species habitat. ⁵	X		
6. The delineation of major and minor floodplain, where applicable. Use and identify the source as the floodplain map of Loudoun County. ¹	X		
7. Soils as shown on the Loudoun County Soil Survey, ¹ including hydric soils groups.	X		
8. Location of arterial and collector streets and any local streets crossing, connecting, or adjacent to the proposed project with street names or numbers.	X		
9. A delineation of existing structures, and an indication of their date of construction, as determined by record search and visual survey, and whether it is planned that they be retained or demolished. The applicant must also conduct a survey of historic architecture, known and potential historic and archaeological sites to determine whether the proposed development will impact those resources as preservation or mitigation of the resources may be required.	X		

1. Information available from the Office of Mapping
2. Information available from the Department of Building and Development
3. Information available from the Clerk of the Circuit Court
4. Information available from the Department of Planning
5. Information available from the State Department of Natural Resources

	SUBMITTED		
	YES	NO	N/A
10. Approximate delineation of any known grave, object, or structure marking a place of burial, as determined by record search and visual survey.			X
11. Features such as roads, stone walls, fences, structures, and other prominent features as shown on the County PCT maps. ¹	X		
12. Limits of overlay districts on the property. (HCC, AI, FOD, MDOD). ^{1 OR 2}	X		
13. Identification of any Federal or State permits or conditions that directly limit development on the subject property.			X
14. A listing, if known, of all hazardous or toxic substances as set forth in Title 40, Code of Federal Regulations Parts 116.4, 302.4 and 355; all hazardous waste as set forth in Commonwealth of Virginia Department of Waste Management.			X
K. CONCEPT PLAN. Provide 22 copies of a Concept Development Plan. The Plan shall include a title block identifying the project, owner, tax map and MCPI numbers, election district, plan date and revision dates. The Plan shall be at a scale of one inch to 200 feet or other appropriate scale as approved by the Director of Planning [at least one (1) set shall be at a scale of one inch to 200 feet]. The plat shall depict or describe the following features of the development:	X		
1. A land use plan map with a description of the type, location, and nature of land use and building type within each area of the development; the acreage and proposed density and lot requirements of each subarea or land bay; and the existing and proposed zoning district boundary lines.	X		
a. For residential districts (non-PDH): a plan that shows the potential lot layout for single family detached units that includes setback lines and streets; for single family attached units: a plan that shows lot layout, setbacks, travelways and the required parking; for multi-family units: the footprint of buildings to reflect the proposed FAR, setback lines, and the required parking and travelways.			X
b. For non-residential districts (non-PDH), a footprint of buildings reflecting the proposed FAR, setback lines, and the required parking and travelways.	X		
c. Adjacent roadway, sidewalks, pedestrian and bicycle trails information.	X		

1. Information available from the Office of Mapping
2. Information available from the Department of Building and Development
3. Information available from the Clerk of the Circuit Court
4. Information available from the Department of Planning

	SUBMITTED		
	YES	NO	N/A
d. Existing and proposed abutting roads and their right-of-way widths.	X		
e. Existing nonresidential access points, existing and proposed roadway intersections and median breaks.	X		
f. Major roads identified in the County Transportation Plan and roads identified in the current Loudoun County/VDOT six-year plan.	X		
2. A proposed traffic circulation map that illustrates both external and internal traffic ways, including existing and proposed rights-of-way, travel lanes, major pedestrian and bike paths and trails, school bus stops/shelters, park and ride lots, and other transit or multi-modal related facilities, and other transportation improvements.	X		
3. A land use map that overlays the proposed land use and transportation elements over the existing conditions information submitted under Item J. <i>(NOTE: Intended to show the changes in topography, drainage, water features, trees and vegetation, etc., anticipated as a result of the proposed development. And to also show the measures proposed to protect or enhance the above features as well as known or potential historic features or structures, archaeological sites or cultural resources as part of the development process.)</i>	X		
4. The proposed plan for all major sanitary sewer improvements and a general description of the means of providing water service; the approximate location and estimated size of all proposed stormwater management facilities and a statement as to the type of facility proposed.	X		
5. A description and the general location of all proposed community and public facilities (schools, fire protection, libraries, parks and similar services).	X		
6. For adjacent property within 200 feet including property across the road from project:	X		
a. Approved and proposed projects or subdivision names, lot lines, section and lot numbers ¹ and zoning. ²	X		
b. Existing and proposed land uses at time of submission; lots; existing structures within 200' of the proposed project. ¹	X		
c. Adjacent open space easements, park and recreation land.	X		
7. A delineation and description of the open space areas.	X		

1. Information available from the Office of Mapping
2. Information available from the Department of Building and Development
3. Information available from the Clerk of the Circuit Court
4. Information available from the Department of Planning

	SUBMITTED		
	YES	NO	N/A
8. A statement of those special amenities that are proposed within the development (i.e. community center, park or pool; natural areas to be preserved and incorporated into the design, etc.).	X		
9. A statement identifying easements and restrictive covenants relating to the establishment of common open space or service facility within the planned development, ² and the establishment and activation of any entity that is to be responsible for the management and maintenance of any public or private common open space or service facility.	X		
10. The Concept Development Plan shall include a note indicating the applicant's obligation to establish any separate entity to maintain open space or service facilities prior to approval of the first record plat in the proposed development in a form approved by the County.	X		
11. Applicant's name and signature.	X		
12. If requested by the Planning Director the applicant shall provide:			
a. A minimum of two cross-sections on each land bay in the proposed development where a grade change of 3 feet or more is proposed or where buildings are proposed. The cross-sections shall illustrate existing and proposed topography, height and density of vegetation and the dimensions of proposed buildings.			X
b. For projects adjacent to existing residentially zoned or used property, three-dimensional sketches providing a "bird's eye" (45°) view and at least two eye-level perspectives (30°) of the project illustrating the relationship between the proposed development and the surrounding community.			X
NOTE: The cross sections and/or sketches shall be provided no later than the applicant's response to the initial agency comments (referrals).			X
L. ELEVATIONS. If requested by the Planning Director, the applicant shall provide front, side, and rear elevations of all non-residential buildings proposed as part of the development where they abut residentially occupied property.			X
M. INFORMATION TABULATION. Provide a tabulation of the following information on the concept development plan:	X		
1. The maximum total number of dwelling units proposed by type of structure, by subarea or land bay if applicable.	X		

1. Information available from the Office of Mapping
2. Information available from the Department of Building and Development
3. Information available from the Clerk of the Circuit Court
4. Information available from the Department of Planning

	SUBMITTED		
	YES	NO	N/A
2. The maximum total square feet of building floor area proposed for nonresidential uses by type of use, by sub-area or land bay if applicable.	X		
3. The total land area, expressed in acres and as a percent of the total development area, proposed to be devoted to residential and non-residential uses; land area devoted to passive open space, active recreation, parking, etc.	X		
4. The minimum lot requirements for each proposed use, if different than the minimum lot requirements specified in the Zoning Ordinance for the district in which the lot is to be located. ²	X		
5. A schedule showing the number of parking spaces provided and the number required by the provisions of Sections 5-1100. ²	X		
N. <u>PHASING PLAN</u> . If the development is proposed for construction in phases during a period extending beyond a single construction season, a proposed phasing plan shall be submitted stating the proportion of the total public and private open space and public improvements and the proportion of each type of proposed use to be provided or constructed during each such stage and overall chronology of development to be followed from stage to stage.	X		
O. <u>TRAFFIC STUDY</u> . Provide 6 copies of a traffic analysis indicating the relationship of the proposed development to traffic, road and transit use and plans according to FSM Section 4-200B.	X		
P. <u>MODIFICATIONS</u> . (For Planned Development Rezoning only). A statement identifying each of the planned development regulations or other applicable provisions of this Ordinance that the applicant proposes to be modified as part of the Concept Development Plan and the justification therefore.	X		
Q. <u>COMMUNITY MEETINGS</u> . The applicant must submit a list or schedule of meetings between the applicant and the surrounding communities either held or scheduled to be held.	X		
R. <u>MAILING LABELS</u> . The applicant must submit two (2) sets of pre-printed address/ mailing labels with addresses of all adjacent property owners.	X		

1. Information available from the Office of Mapping
2. Information available from the Department of Building and Development
3. Information available from the Clerk of the Circuit Court
4. Information available from the Department of Planning

CERTIFICATION OF APPLICATION SUBMISSION.

I hereby certify that the above stated information is included in the attached zoning map amendment application and accompanying materials.

NA DULLES REAL ESTATE INVESTOR LLC
BY: 

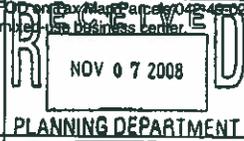
APPLICANT SIGNATURE _____

DATE 10/30/08

LAND DEVELOPMENT APPLICATION

This application form must be filled out in its entirety. An incomplete application form will result in rejection of the application prior to checklist review. If additional space is needed to complete any section of this application, attach a separate sheet containing all the required information and refer to such where appropriate on the form. Do not write in shaded areas. See attached instructions for completing the Land Development Application.

PLEASE PRINT IN INK OR USE TYPEWRITER

TYPE OF APPLICATION <input type="checkbox"/> 1972 Zoning Ordinance <input checked="" type="checkbox"/> 1993 Zoning Ordinance	Application Number Assigned _____ Date of Official Acceptance _____ Fee Amount Paid _____ Receipt Number _____																																	
Project Name: Kincora Village Center	Subdivision Name (if different from project name): _____ Subdivision Section: N/A Lot Numbers: _____																																	
Description of Proposed Project: ZMAP to rezone approximately 336.64 acres from PD-IP, AN, FOD to PD-MUB, AN, FOD on Tax Map Parcel 042-29-460209, 042-29-6582, and a portion Tax Map Parcel 041-29-8238 to permit development of a multi-use business center.																																		
																																		
Number and Types of Proposed Lots: Residential _____ Non-Residential _____ Open Space _____ Conservancy _____ Other (specify type) _____ _____ _____ Total Lots _____	PROPOSED RESIDENTIAL UNITS (This section is to be completed for all residential applications): <table border="1"> <thead> <tr> <th></th> <th>Total Units</th> <th>Quantity Affordable</th> <th>Quantity Elderly</th> </tr> </thead> <tbody> <tr> <td>Detached</td> <td>_____</td> <td>_____</td> <td>_____</td> </tr> <tr> <td>Semi-detached</td> <td>_____</td> <td>_____</td> <td>_____</td> </tr> <tr> <td>Townhouse</td> <td>_____</td> <td>_____</td> <td>_____</td> </tr> <tr> <td>Multi-family</td> <td>1,400</td> <td>88</td> <td>_____</td> </tr> <tr> <td>Other (specify) _____</td> <td>_____</td> <td>_____</td> <td>_____</td> </tr> <tr> <td>Total</td> <td>1,400</td> <td>_____</td> <td>_____</td> </tr> </tbody> </table>		Total Units	Quantity Affordable	Quantity Elderly	Detached	_____	_____	_____	Semi-detached	_____	_____	_____	Townhouse	_____	_____	_____	Multi-family	1,400	88	_____	Other (specify) _____	_____	_____	_____	Total	1,400	_____	_____					
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PROPOSED NON-RESIDENTIAL SQUARE FOOTAGE (This section must be completed for all non-residential applications and non-residential components of residential applications. Describe the type(s) in the appropriate category and the total square footage for the category):																																		
<table border="1"> <thead> <tr> <th>Category</th> <th>Description of Use</th> <th>Square Footage</th> </tr> </thead> <tbody> <tr> <td>Ag-Residential</td> <td>Multi-Family Res</td> <td>1,544,000</td> </tr> <tr> <td>Sales & Service Office</td> <td>Retail/Other</td> <td>398,825</td> </tr> <tr> <td>Industrial</td> <td>Office/Employment</td> <td>2,604,349</td> </tr> <tr> <td>Sov't, Utilities and Public Service</td> <td>_____</td> <td>_____</td> </tr> </tbody> </table>	Category	Description of Use	Square Footage	Ag-Residential	Multi-Family Res	1,544,000	Sales & Service Office	Retail/Other	398,825	Industrial	Office/Employment	2,604,349	Sov't, Utilities and Public Service	_____	_____	<table border="1"> <thead> <tr> <th>Category</th> <th>Description of Use</th> <th>Square Footage</th> </tr> </thead> <tbody> <tr> <td>Recreation & special interests</td> <td>Public, Civic & Institutional</td> <td>269,851</td> </tr> <tr> <td>Transportation & communications</td> <td>_____</td> <td>_____</td> </tr> <tr> <td>Education & Training</td> <td>_____</td> <td>_____</td> </tr> <tr> <td>Other (specify)</td> <td>Hotel</td> <td>575,000</td> </tr> <tr> <td colspan="2">Total Square Footage</td> <td>5,392,025</td> </tr> </tbody> </table>	Category	Description of Use	Square Footage	Recreation & special interests	Public, Civic & Institutional	269,851	Transportation & communications	_____	_____	Education & Training	_____	_____	Other (specify)	Hotel	575,000	Total Square Footage		5,392,025
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PROJECT LOCATION																																		
PROPERTY ADDRESS: NONE	PROPERTY LOCATION: Southwest quadrant of the Route 28/Route 7 Interchange																																	
ADJACENT ROADS: Route 28, Route 7, Pacific Boulevard																																		
ELECTION DISTRICT(s) Broad Run	MAGISTERIAL DISTRICT(s) Broad Run																																	

PROPERTY TAX MAP, ACREAGE AND ZONING INFORMATION

TAX MAP NUMBER (S), ACREAGE AND ZONING:			
TAX MAP REFERENCE	ZONING DISTRICT(S)	ACREAGE	ZONING STATUS
80 27 --- 1	P D - I P	± 15.17 ac.	Existing Proposed
80 27 --- 2	P D - I P	± 65.85 ac.	PD-IP PD-MUB
80 1 --- 3 (pt)	P D - I P	± 255.62 ac.	
TOTAL ACRES SUBJECT TO ZMAP:		± 336.64 ac.	
PIN NUMBER REFERENCE			
042 29 6582			
042 49 0209			
041 29 8238 (pt)			

SURROUNDING LAND USES AND ZONING

List all surrounding land uses and zoning districts adjacent to the property, including those across roads.

LAND USE	ZONING
North: Vacant office, warehouse, residential	PD-IP, PD-OP, A-3
South: Vacant	PD-IP
East: Vacant office	PD-OP, PD-IP
West: Vacant office, utility	PD-IP

APPLICANT(S)

Company Name: NA Dulles Real Estate Investor LLC	Company Name:
Name of Person: Michael W. Scott	Name of Person:
Mailing Address: P. O. Box 865	Mailing Address:
City, State, Zip Code: Great Falls, VA 22066	City, State, Zip Code:
Daytime Telephone: (703) 738-8736 ext. 1101	Daytime Telephone:
Correspondent? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Correspondent? <input type="checkbox"/> Yes <input type="checkbox"/> No

PROPERTY OWNER(S)

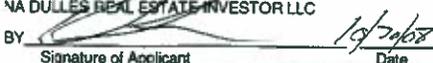
Company Name: NA Dulles Real Estate Investor LLC	Company Name:
Name of Person: Michael W. Scott	Name of Person:
Mailing Address: P. O. Box 865	Mailing Address:
City, State, Zip Code: Great Falls, VA 22066	City, State, Zip Code:
Daytime Telephone: (703) 738-8736 ext. 1101	Daytime Telephone:
Correspondent? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Correspondent? <input type="checkbox"/> Yes <input type="checkbox"/> No

REPRESENTATIVE(S)

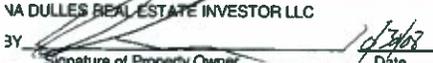
Company Name: Hurton & Williams LLP	Company Name: Urban Engineering & Associates, Inc. t/a URBAN, Ltd.
Name of Person: John C. McGranahan, Jr., Esquire	Name of Person: Eric Stegel
Mailing Address: 1751 Pinnacle Drive, Suite 1700	Mailing Address: 7712 Little River Turnpike
City, State, Zip Code: McLean, VA 22102	City, State, Zip Code: Annandale, VA 22003
Daytime Telephone: (703) 714-7464	Daytime Telephone: (703) 642-8080
Correspondent? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Correspondent? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

CERTIFICATIONS

APPLICANT(S):
The information provided is accurate to the best of my knowledge. I acknowledge that any percolation tests, topographic studies, or other requirements of the Health Official, Director of Building and Development, or Zoning Administrator will be carried out at my expense. I understand that the County may deny, approve, or conditionally approve that for which I am applying. I certify that all property corners have been clearly staked and flagged.

NA DULLES REAL ESTATE INVESTOR LLC	
BY  1/27/08	Signature of Applicant Date
	Signature of Applicant Date

PROPERTY OWNER(S) (to be signed by all property owners):
I have read this completed application, understand its intent, and freely consent to its filing. Furthermore, I grant permission to the Department of Building and Development and/or Planning and other authorized government agents to enter the property and make such investigations and tests as they deem necessary.

NA DULLES REAL ESTATE INVESTOR LLC	
BY  1/27/08	Signature of Property Owner Date
	Signature of Property Owner Date



Loudoun County, Virginia

www.loudoun.gov

The Office of the County Assessor

1 Harrison Street, SE, 5th Floor, P.O. Box 7000, Leesburg, VA 20177-7000

703.777.0267 • Fax 703.771.5234

LAND USE CERTIFICATE

Date: 10/30/08

The following property, _____, is **IN** the Land Use Program.
Tax Map/PIN Number

Signature

The following property, 042296582, is **NOT IN** the Land Use Program.
Tax Map/PIN Number

Joe M. Wheeler
Signature



Loudoun County, Virginia

www.loudoun.gov

The Office of the County Assessor

1 Harrison Street, SE, 5th Floor, P.O. Box 7000, Leesburg, VA 20177-7000
703.777.0267 • Fax 703.771.5234

LAND USE CERTIFICATE

Date: 10/30/08

The following property, _____, is **IN** the Land Use Program.
Tax Map/PIN Number

Signature

The following property, 042490209, is **NOT IN** the Land Use Program.
Tax Map/PIN Number

John M. White
Signature



Loudoun County, Virginia

www.loudoun.gov

The Office of the County Assessor

1 Harrison Street, SE, 5th Floor, P.O. Box 7000, Leesburg, VA 20177-7000

703.777.0267 • Fax 703.771.5234

LAND USE CERTIFICATE

Date: 10/30/05

The following property, _____, is **IN** the Land Use Program.
Tax Map/PIN Number

Signature

The following property, 041298238, is **NOT IN** the Land Use Program.
Tax Map/PIN Number

Joe White
Signature

I, Michael W. Scott, do hereby state that I am an

 Applicant

X Applicant's Authorized Agent listed in Section C.1. below

in Application Number(s): ZMAP 2008-0021

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

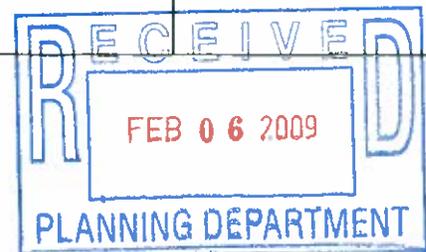
C. DISCLOSURES: REAL PARTIES IN INTEREST AND LAND USE PROCEEDINGS

1. REAL PARTIES IN INTEREST

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 forgoing is a **TRUSTEE**** each **BENEFICIARY** of such trust, and all **ATTORNEYS**, and **REAL ESTATE BROKERS**, and all AGENTS of any of the foregoing.

All relationships to the persons or entities listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together (ex. Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc.) For a multiple parcel application, list the Parcel Identification Number (PIN) of the parcel(s) for each owner(s).

PIN	NAME (First, M.I., Last)	ADDRESS (Street, City, Zip Code)	RELATIONSHIP (listed in bold , above)
041-29-8238 042-29-6582 042-49-0209	NA Dulles Real Estate Investor LLC Agents: Daniel P. Coughlan Robert T. Coughlan Robert J. Coughlan James L. Coughlan Phillip G. Norton Michael W. Scott	P. O. Box 865 Great Falls, VA 22066 45 Research Way, Suite 100 East Setauket, NY 11733	Applicant and Title Owner
	Hunton & Williams LLP Agents: John C. McGranahan, Jr. Francis A. McDermott Nicholas H. Grainger Aaron L. Shriber (Planner) Elaine O. Cox (Planner)	1751 Pinnacle Drive Suite 1700 McLean, VA 22102	Attorneys/Planners/Agents for Applicant
	Urban Engineering & Associates, Inc. t/a URBAN, Ltd. Agents: Eric S. Siegel Adam Steiner Anthony Burroughs Matthew K. Koirtyohann	7712 Little River Turnpike Annandale, VA 22003	Engineers/Agents for Applicant



PIN	NAME (First, M.I., Last)	ADDRESS (Street, City, Zip Code)	RELATIONSHIP (listed in bold , above)
	CMSS Architects, P.C. Agent: Thomas J. Dinneny Peyton G. Pond	11911 Freedom Drive Suite 750 Reston, VA 20190	Architects/Planners/Agents for Applicant
	Gorove/Slade Associates, Inc. Agent: Christopher M. Tacinelli Tushar Ashwar	3914 Centreville Road Suite 330 Chantilly, VA 20151	Transportation Consultants/ Agents for Applicant
	Wetland Studies and Solutions, Inc. Agents: Michael S. Rolband Douglas W. Chapin Daniel C. Lucey Kimberly A. Snyder	5300 Wellington Branch Drive Suite 100 Gainesville, VA 20155	Environmental-Cultural Consultants/Agents for Applicant

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

** In the case of a TRUSTEE, list Name of Trustee, name of Trust, if applicable, and name of each beneficiary.

Check if applicable:

There are additional Real Parties in Interest. See Attachment to Paragraph C-1.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

NA Dulles Real Estate Investor LLC
 45 Research Way, Suite 100
 East Setauket, NY 11773

P. O. Box 865
 Great Falls, VA 22066

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
Nokes Partners, LLC, Managing Member	
AIGGRE Residential Diversified Chelsea I LLC, Member	
AIRE Investments Inc., Member	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Nokes Partners, LLC
 45 Research Way, Suite 100
 East Setauket, NY 11773

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
NS DEV 2005A LLC, Member	
Trec VA NP, LLC, Member	
AIRE Investments Inc., Member	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>
Phillip G. Norton	Manager
Michael W. Scott	Manager
Daniel P. Coughlan	Manager
Robert J. Coughlan	Manager

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

NS DEV 2005A LLC
P. O. Box 865
Great Falls, VA 22066

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
Norton Scott LLC, Member	
Patricia A. Norton, Member	
Phillip G. Norton, Jr., Member	
Andrew L. Norton, Member	
Jeremiah O. Norton, Member	
BG Kincora LLC, Member	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>
Michael W. Scott	Managing Member

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Trec VA NP, LLC
 45 Research Way, Suite 100
 East Setauket, NY 11773

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
NV PEA, LLC, Member	
RF II, LLC, Member	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Norton Scott, LLC
P. O. Box 865
Great Falls, VA 22066

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Michael W. Scott, Member	
Phillip G. Norton, Member	
Phillip G. Norton, Jr., Member	
Patricia A. Norton, Member	
Andrew L. Norton, Member	
Jeremiah O. Norton, Member	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>
Michael W. Scott	Operating Manager

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

BG Kincora LLC
7116 Longwood Drive
Bethesda, MD 20817

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
Steven Gichner	
Eric Berkman	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

NV PEA, LLC
 45 Research Way, Suite 100
 East Setauket, NY 11773

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
Robert T. Coughlan, Member	
Robert J. Coughlan, Member	
James Coughlan, Member	
Daniel P. Coughlan, Member	
Robert Loscalzo, Member	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

RF II, LLC
 14 E. 60th Street, Suite 1003
 New York, NY 10022

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
Richard S. Frary, Member	
Joel A. Mael, Member	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIGGRE Residential Diversified Chelsea I LLC
 c/o AIG Global Real Estate Investment Corp.
 70 Pine Street, 4th Floor
 New York, NY 10270

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
AIGGRE Residential Diversified Murray Hill I LLC, Sole Managing Member	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIGGRE Residential Diversified Murray Hill I LLC
 c/o AIG Global Real Estate Investment Corp.
 70 Pine Street, 4th Floor
 New York, NY 10270

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
AIG Global Real Estate Investment Corp., Sole Managing Member	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIG Global Real Estate Investment Corp.
70 Pine Street, 4th Floor
New York, NY 10270

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME</i> <i>(First, M.I., Last)</i>	<i>SHAREHOLDER NAME</i> <i>(First, M.I., Last)</i>
AIG Global Asset Management Holdings, Corp.	

Names of Officers and Directors:

<i>NAME</i> <i>(First, M.I., Last)</i>	<i>Title</i> <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIG Global Asset Management Holdings, Corp.
70 Pine Street, 4th Floor
New York, NY 10270

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
AIG Capital Corporation	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIG Capital Corporation
 70 Pine Street, 4th Floor
 New York, NY 10270

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
American International Group, Inc.	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

American International Group, Inc.
 70 Pine Street, 4th Floor
 New York, NY 10270

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME</i> <i>(First, M.I., Last)</i>	<i>SHAREHOLDER NAME</i> <i>(First, M.I., Last)</i>

Names of Officers and Directors:

<i>NAME</i> <i>(First, M.I., Last)</i>	<i>Title</i> <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIRE Investments Inc.
 c/o AIRE Investments S.a.r.l.
 Pelikanstrasse 37; P. O. Box 1376
 CH-8021, Zurich, Switzerland

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
AIRE Investments S.a.r.l.	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIRE Investments S.a.r.l.
 Pelikanstrasse 37; P. O. Box 1376
 CH-8021, Zurich, Switzerland

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
AIG International Real Estate GmbH & Co. KgaA	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

AIG International Real Estate GmbH & Co. KgaA
 Pelikanstrasse 37; P. O. Box 1376
 CH-8021, Zurich, Switzerland

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

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

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Barry B. Smith	
J. Edgar Sears, Jr.	
Brian A. Sears	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

CMSS Architects, P.C.
1911 Freedom Drive, Suite 750
Reston, VA 20190

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

SHAREHOLDER NAME <i>(First, M.I., Last)</i>	SHAREHOLDER NAME <i>(First, M.I., Last)</i>
Burrell Saunders	
John H. Crouse	

Names of Officers and Directors:

NAME <i>(First, M.I., Last)</i>	Title <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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Name and Address of Corporation: (complete name, street address, city, state, zip code)

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

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Christopher M. Tacinelli	
Chad A. Baird	
Daniel B. Van Pelt	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)

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 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Wetland Studies and Solutions, Inc.
5300 Wellington Branch Drive, Suite 100
Gainesville, VA 20155

Description of Corporation:

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

Names of Shareholders:

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Michael S. Rolband	

Names of Officers and Directors:

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Hunton & Williams LLP
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

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

Names and titles of the Partners:

<i>NAME</i> (First, M.I., Last)	<i>Title</i> (e.g. General Partner, Limited Partner, etc)
SEE LIST ON ATTACHED PAGES	ALL ARE GENERAL PARTNERS

Check if applicable:

Additional Partnership information attached. See Attachment to Paragraph C-3.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Hunton & Williams LLP (Continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

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

Benjamin C. Ackerly
Robert A. Acosta-Lewis
Lawrence C. Adams
Michael F. Albers
Virginia S. Albrecht
Kenneth J. Alcott
Fernando C. Alonso
Chris M. Amantea
Thomas E. Anderson
Walter J. Andrews
W. Christopher Arbery
Charles G. Ashton
L. S. Austin
Ian Phillip Band
Jeffery R. Banish
Haywood A. Barnes
Rudene M. Bascomb
Philip M. Battles, III
Sean M. Beard
John J. Beardsworth, Jr.
Steven H. Becker
Kenneth D. Bell
Stephen Bennett (nmi)
Melinda R. Beres
Lucas Bergkamp (nmi)
Lon A. Berk
Douglas M. Berman
Mark B. Bierbower
Stephen R. Blacklocks
Jeffry M. Blair
Michael J. Blayney
James W. Bowen
Lawrence J. Bracken, II
James P. Bradley
Sheldon T. Bradshaw
David F. Brandley, Jr.
Jeannie P. Breckinridge
Craig A. Bromby

A. Todd Brown
Tyler P. Brown
F. William Brownell
Peter N. Brudenall
Kevin J. Buckley
Kristy A. Niehaus Bulleit
Joseph B. Buonanno
Nadia S. Burgard
Eric R. Burner
M. Brett Burns
Brian M. Buroker
P. Scott Burton
Ferdinand A. Calice
Matthew J. Calvert
Daniel M. Campbell
Thomas H. Cantrill
Curtis G. Carlson
Grady K. Carlson
Jean Gordon Carter
Charles D. Case
Thomas J. Cawley
Lawrence Chek (nmi)
James N. Christman
Whittington W. Clement
R. Noel Clinard
Herve' Cogels (nmi)
Myron D. Cohen
Cassandra C. Collins
Stacy M. Colvin
Joseph P. Congleton
Terence G. Connor
Stephen Gregory Cope
Cameron N. Cosby
T. Thomas Cottingham, III
Ted C. Craig
Cyane B. Crump
Ashley Cummings (nmi)
Alexandra B. Cunningham

Sean B. Cunningham
William D. Dannelly
Samuel A. Danon
Barry R. Davidson
John Deacon (nmi)
John A. Decker
John J. Delionado
Stephen P. Demm
Kenneth L. Dobkin
Dee Ann Dorsey
Edward L. Douma
Mark S. Dray
Sean P. Ducharme
Deidre G. Duncan
George C. Dunlap, Jr.
L. Traywick Duffie
Roger Dyer (nmi)
Frederick R. Eames
Maya M. Eckstein
Joseph C. Edwards
W. Jeffery Edwards
John C. Eichman
Whitney C. Ellerman
L. Neal Ellis, Jr.
Edward W. Elmore, Jr.
Charles Elphicke (nmi)
Frank E. Emory, Jr.
Juan C. Enjamio
John D. Epps
Patricia K. Epps
Steven B. Epstein
Phillip J. Eskenazi
Joseph P. Esposito
Kelly L. Faglioni
Susan S. Failla
James E. Farnham
Eric H. Feiler
Chet A. Fenimore

Check if applicable:

X Additional Partnership information attached. See Attachment to Paragraph C-3.

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

Hunton & Williams LLP (Continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

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

Norman W. Fichthorn	James A. Harvey	Thomas F. Kaufman
Andrea Bear Field	Robert W. Hawkins	Geoffrey S. Kay
Robert M. Fillmore	Timothy G. Hayes	Joseph C. Kearfott
Kevin J. Finto	Mark S. Hedberg	Michael G. Keeley
William M. Flynn	Douglas J. Heffner	G. Roth Kehoe, II
Laura M. Franze	Michael S. Held	Douglas W. Kenyon
Lauren E. Freeman	Scott Hershman (nmi)	Michael C. Kerrigan
David R. Fricke	Gregory G. Hesse	Ryan T. Ketchum
Edward J. Fuhr	George H. Hettrick	Robert A. King
Charles A. Gall	Louanna O. Heuhsen	Robert Klotz (nmi)
Daniel C. Garner	David A. Higbee	Sylvia K. Kochler
Douglas M. Garrou	Thomas Y. Hiner	Edward B. Koehler
Richard D. Gary	D. Bruce Hoffman	John T. Konther
Andrew A. Gerber	Robert E. Hogfoss	Torsten M. Kracht
John T. Gerhart, Jr.	John E. Holloway	Dana S. Kull
Jeffrey W. Giese	John M. Holloway, III	Christopher G. Kulp
Neil K. Gilman	John R. Holzgraefe	Christopher Kuner (nmi)
C. Christopher Giragosian	Cecelia P. Horner	David Craig Landin
Timothy S. Goettel	George C. Howell, III	Christine E. Larkin
Allen C. Goolsby	Robert H. Huey	David C. Lashway
L. Raul Grable	Thomas M. Hughes	Andrew W. Lawrence
Conan P. Grames	Kevin F. Hull	Wood W. Lay
Douglas S. Granger	Donald P. Irwin	Daniel M. LeBey
J. William Gray, Jr.	Judith H. Itkin	David O. Ledbetter
Charles E. Greef	Makram B. Jaber	Bradley T. Lennie
Robert J. Grey, Jr.	Lori M. Jarvis	L. Steven Leshin
Greta T. Griffith	Matthew D. Jenkins	Ronald J. Lieberman
Bradley W. Grout	Andrew E. Jillson	Thomas F. Lillard
Jeffrey W. Gutches	Harry M. Johnson, III	Catherine D. Little
Miles B. Haberer	James A. Jones, III	Gregory G. Little
Virginia H. Hackney	Kevin W. Jones	Robert H. Lockwood
Robert J. Hahn	Laura E. Jones	David C. Lonergan
John F. Haley	Dan J. Jordanger	Nash E. Long, III
Eric J. Hanson	Leslie O. Juan	Audrey C. Louison
Ronald M. Hanson	Roland Juarez (nmi)	Carlos E. Loumiet
Richard L. Harden	Thomas R. Julin	David S. Lowman, Jr.
Lowell W. Harrison	W. Alan Kailer	Timothy A. Mack
Ray V. Hartwell, III	E. Peter Kane	Tyler Maddry (nmi)

Check if applicable:

X Additional Partnership information attached. See Attachment to Paragraph C-3.

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McLean, VA 22102

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

Kimberly M. Magee	T. Justin Moore, III	John Jay Range
C. King Mallory, III	Thurston R. Moore	Stuart A. Raphael
Thomas J. Manley	Bruce W. Moorhead, Jr.	Craig V. Rasile
Alan J. Marcuis	Robert J. Morrow	John M. Ratino
Brian R. Marek	Ann Marie Mortimer	Robert S. Rausch
Fernando Margarit (nmi)	Michael J. Mueller	Keila D. Ravelo
Michael F. Marino, III	Eric J. Murdock	Belynda B. Reck
Stephen S. Maris	Frank J. Murphy, Jr.	Baker R. Rector
Thelma Marshall (nmi)	Ted J. Murphy	Shawn P. Regan
Jeffrey N. Martin	Thomas P. Murphy	Sona Rewari (nmi)
John S. Martin	David A. Mustone	Thomas A. Rice
J. Michael Martinez de Andino	James P. Naughton	James M. Rinaca
Walfrido J. Martinez	Michael Nedzbala (nmi)	Michael D. Rist
Christopher M. Mason	Henry V. Nickel	Jennings G. Ritter, II
Michael P. Massad, Jr.	Lonnie D. Nunley, III	Kathy E. B. Robb
Scott H. Matheson	John D. O'Neill, Jr.	Daryl B. Robertson
Joseph C. Mathews	Pam G. O'Quinn	Gregory B. Robertson
Laurie U. Mathews	Michael A. O'Shea	Robert M. Rolfe
Richard E. May	Brian V. Otero	Ronald D. Rosener
John Gary Maynard, III	Randall S. Parks	Michael Rosenthal (nmi)
Fraser McAlpine (nmi)	Peter S. Partee	William L. S. Rowe
William H. McBride	R. Hewitt Pate	Marguerite R. Ruby
Michael C. McCann	J. Steven Patterson	D. Alan Rudlin
Thomas A. McConnell	William S. Patterson	Mary Nash Rusher
Patrick J. McCormick, III	Michael P. F. Phelps	D. Kyle Sampson
Robert G. McCormick	R. Dean Pope	Karen M. Sanzaro
Francis A. McDermott	Laurence H. Posorske	Stephen M. Sayers
Alexander G. McGeoch	Kurtis A. Powell	Arthur E. Schmalz
John C. McGranahan, Jr.	Lewis F. Powell, III	Gregory J. Schmitt
David T. McIndoe	Wesley R. Powell	John R. Schneider
Mark W. Menezes	Donna M. Praiss	Howard E. Schreiber
Gary C. Messplay	J. Waverly Pulley, III	Robert M. Schulman
Thomas McN. Millhiser	Robert T. Quackenboss	Patricia M. Schwarzschild
Patrick E. Mitchell	Dearbhla Quigley (nmi)	Jeremy R. Schwer
John E. Moeller	Arnold H. Quint	P. Watson Seaman
Jack A. Molenkamp	Dionne C. Rainey	James S. SeEVERS, Jr.
Charles R. Monroe, Jr.	Gordon F. Rainey, Jr.	Douglass P. Selby
Will S. Montgomery	Katherine E. Ramsey	Joel R. Sharp

Check if applicable:

X Additional Partnership information attached. See Attachment to Paragraph C-3.

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McLean, VA 22102

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

James W. Shea	Paul M. Thompson	Allison D. Wood
Michael R. Shebelskie	B. Cary Tolley, III	John W. Woods, Jr.
Rita A. Sheffey	Timothy J. Toohey	David C. Wright
Michael A. Silva	Randolph F. Totten	Richard L. Wyatt, Jr.
William P. Silverman	Bridget C. Treacy	Scott F. Yarnell
Edmund W. Sim	Thomas B. Trimble	William F. Young
Jo Anne E. Sirgado	Estelle J. Tsevdos	Andrew D. Zaron
Thomas G. Slater, Jr.	Melvin E. Tull, III	Lee B. Zeugin
B. Darrell Smelcer	Julie I. Ungerman	Manida Zimmerman
Brooks M. Smith	Surasak Vajasis (nmi)	
Caryl Greenberg Smith	Travis E. Vanderpool	
John R. Smith	Mark C. Van Deusen	
Steven P. Solow	C. Porter Vaughan, III	
Yisun Song (nmi)	Enid L. Veron	
Lisa J. Sotto	Stephen R. Voelker	
Joseph C. Stanko, Jr.	Mark R. Vowell	
Marty Steinberg (nmi)	Linda L. Walsh	
Todd M. Stenerson	William A. Walsh, Jr.	
John J. Stenger	Lynnette R. Warman	
Catherine B. Stevens	Mark R. Wasem	
Gregory N. Stillman	Abigail C. Watts-FitzGerald	
Franklin H. Stone	William L. Wehrum	
C. Randolph Sullivan	Peter G. Weinstock	
Chanmanu Sumawong (nmi)	David B. Weisblat	
R. Michael Sweeney, Jr.	Malcolm C. Weiss	
Henry Talavera (nmi)	Mark G. Weisshaar	
Madeleine M. Tan	Hill B. Wellford, Jr.	
Andrew J. Tapscott	David E. Wells	
Robert M. Tata	G. Thomas West, Jr.	
Rodger L. Tate	Kevin J. White	
W. Lake Taylor, Jr.	Jerry E. Whitson	
Wendell L. Taylor	Paul O. Wickes	
Michael L. Teague	Jonathan M. Wilan	
Robin Lyn Teskin	Amy McDaniel Williams	
Paul R. Tetlow	Matthew J. Williams	
John Charles Thomas	Holly H. Williamson	
Martin K. Thomas	Michael G. Wilson	
Gary E. Thompson	Robert K. Wise	

Check if applicable:

X Additional Partnership information attached. See Attachment to Paragraph C-3.

4. ADDITIONAL INFORMATION

a. One of the following options **must** be checked:

In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or 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 C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

Additional information attached. *See Attachment to Paragraph C-4(a).*

b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals 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 though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state).

None.

Check if applicable:

Additional information attached. *See Attachment to Paragraph C-4(b).*

c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, 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 (as defined in the Instructions at Paragraph B.3) 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 customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state).

None

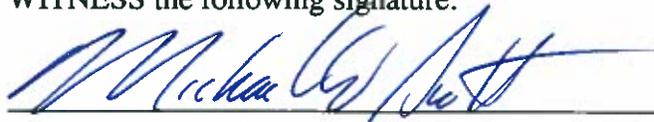
Check if applicable:

Additional information attached. *See Attachment to Paragraph C-4(c).*

D. COMPLETENESS

That the information contained in this affidavit is complete, that all partnerships, corporations (as defined in Instructions, Paragraph B.3), 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 hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including any gifts or business or financial relationships of the type described in Section C above, that arise or occur on or after the date of this Application.

WITNESS the following signature:



check one: [] Applicant or [✓] Applicant's Authorized Agent

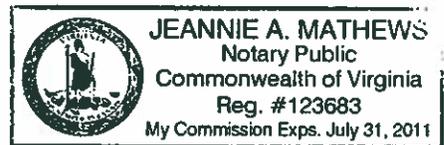
Michael W. Scott

(Type or print first name, middle initial and last name and title of signee)

Subscribed and sworn before me this 11th day of December 2008, in the State/Commonwealth of Virginia, in the County/City of Fairfax

Jeannie A. Mathews
Notary Public

My Commission Expires: July 31, 2011





Loudoun County, Virginia

Department of Planning

1 Harrison Street, S.E., 3rd Floor, P.O. Box 7000, Leesburg, VA 20177-7000

Telephone (703) 777-0246 • Fax (703) 777-0441

RECORD OF PRE-APPLICATION CONFERENCE

PRE-APPLICATION CASE NUMBER/NAME/CASE TYPE	PRAP 2008-0071	ZMAP / SPEX
DATE OF CONFERENCE	NA Dulles Real Estate Investor LLC - Kincora	'72 IP to Rev '93 IP, MUB, SPEX -baseball stadium 7/9/08 1:30 pm

ATTENDANCE LISTING

NAME	AFFILIATION
Trish Kurmay	Trite development group
William Marsh	Buildings & Development, Environmentals / Review Team
Hector E Martinez	B&D, Engineering
Alex Blackburn	B&D
Terrie Laycock	Office of Transportation
ANDY BEACHER	OTS
THOMAS DINNENY	CMSS ARCHITECTS
Aaron Shiber	Huntan & Williams
Eric Siegel	Urban
JOHN MCGRAHAN	HUNTON & WILLIAMS
DAN COUGHLIN	TRITEC
Miguel Salinas	Dept. of Planning

I verify that a pre-application conference on the above-referenced proposal has been conducted in accordance with Article VI of the Loudoun County Zoning Ordinance. No matters discussed shall be binding on either the applicant or the County. A copy of this form shall be submitted by the applicant with the official application for checklist review. A summary of issues discussed is not required to be submitted with the official application.

Michelle Lohr
Director, Department of Planning or Designee:

B+D - zoning

Date:

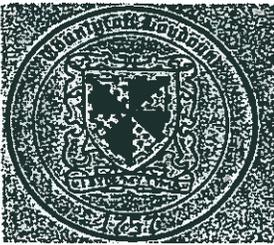
July 9, 2008

Application Fee:

\$15,730.00

Robyn Bailey
Mike Scott

LC Econ Devel.
Kincora



Loudoun County, Virginia

Department of Planning

1 Harrison Street, S.E., 3rd Floor, P.O. Box 7000, Leesburg, VA 20177-7000

Telephone (703) 777-0246 • Fax (703) 777-0441

SYNOPSIS OF PRE-APPLICATION CONFERENCE ISSUES DISCUSSED

PRE-APPLICATION CASE NUMBER/NAME/CASE TYPE	PRAP 2008-0071	ZMAP / SPEX
DATE OF CONFERENCE	NA Dulles Real Estate Investor LLC - Kincora	'72 IP to Rev '93 IP, MUB, SPEX -baseball stadium 7/9/08 1:30 pm

1. ISSUES RAISED BY THE APPLICANT

Kincora property - rezoning denied in 2007. New proposal to rezone to PD-MUB. Additional use - baseball stadium. Minor league baseball. 70 home games. 100-125 events at facility over a year. CDA funding for roads is part of proposal.

Land use policy issue will require a plan amendment.

Anticipate shorter review given similarity to previous application.

Industry would be SPEX in 172 PD-IP zoning.

2. COMPREHENSIVE PLANNING ISSUES DISCUSSED

When application is reviewed with CRAM that accommodates residential and more retail, staff's comment would be very similar to previous comments.

Whether Keynote or Business, would expect office as predominant use.

CRAM discussion would look at impact on integrity of corridor as a Class A office corridor. Can county retain office employment potential of the corridor. Also consider impact on infrastructure.

Plan has criteria for special activity uses (transit). Board should include direction for staff when initiating CRAM.

3. ZONING ISSUES DISCUSSED ___ 1972 ___ 1993 Revised 1993 Zoning Ordinance

PD-MUB has minimum use requirements that could support plan policy. Stadium would be under '72 PD-1P by SPEX going to Board only. Residential would be limited to 16 dwellings per acre. Residential based on both FAR and 16 du/acre. Remaining '72 PD-1P is not subject to steep slope limits of '93 Ordinance.

4. TRANSPORTATION ISSUES DISCUSSED

New traffic study required. Now subject state requirements (527) Now taking harder look at transit, biking and other modes. Potential for connection to Strayer College commuter parking lot on Rowell/Brend Parkway. CDA can resolve road timing issue. Suggest working with Lynn Walker of Fairfax to discuss project impact - could benefit debt payment. VDOT need to construct Pacific in the floodplain
To scope traffic study, contact George Phillips, Office of Transportation Services 703-737-8624.

5. OTHER ISSUES DISCUSSED

Requirements of '72 are not modifiable. Can't place MUB-required features in the '72 Ordinance area.
1. VDOT construction of Pacific 2. SPEX - site plan - CVAP for stadium 3. Regon 4. CDA for roads 5. CVAP
Traffic calming should be discussed with stadium.

6. REVIEW AND PROCESSING PROCEDURES DISCUSSED

SPEX standard timeline. Referral age 5 agreed to ~~be~~ 30 days ^{initial} referral for rezoning.

Conference Coordinator:

John R. Smith

Date:

July 9, 2008

ECONOMIC DEVELOPMENT

need to commit to high minimum employment densities
at least along major roads. Also seeking full area
hotel accommodation

ENVIRONMENTAL

Concerns about impact on floodplain by road
alignment and impact of steep slopes. Will be an
issue in 172 Ordinance area. Green Building will
be emphasized. Will be requesting score sheets to establish
commitments to LEED standards. Encourage connect/use of
London Water's purple line / gray water. Project pushing towards
steep slopes - need to see 'built footprint' around buildings.

SITE PLAN / STADIUM

Stadium under tight timeline - need to initiate site plan and
construction plans/profiles for roads. Would be concurrent with
SPEX for stadium. Six month process. VDOT construction
of Pacific required prior to approvals beyond grading.

NA Dulles Real Estate Investor LLC
"Kincora Village Center" Zoning Map Amendment
Loudoun County Tax Map 80-27, Parcels 1 and 2; Tax Map 80-1, Parcel 3 (pt)
(GPIN Nos. 042-29-6582; 042-49-0209; and 041-29-8238 (pt))

Community Meetings

The Applicant plans to meet with surrounding property owners over the next several months as this application proceeds. Applicant will also organize meetings with any groups that may be identified as being interested in this application.

040-36-2224
Dulles Overlook LC
12500 Fair Lakes Cir. #400
Fairfax, VA 22033-3804

040-46-4286
Visa USA Inc.
c/o Ryan Braun, DOF
10461 Mill Run Cir.
Owings Mills, MD 21117

041-37-4022; 040-30-6445
Loudoun County Sanitation Authority
880 Harrison St. SE
P.O. Box 4000
Leesburg, VA 20177-1403

042-27-3760
Redskin Park Inc. F/K/A/Byrnley Corp.
21300 Redskin Park Dr.
Ashburn, VA 20147-6100

042-28-7250
Staverton West LLC
21441 Pacific Blvd., Ste. 200
Sterling, VA 20166-8938

042-29-2950
M G K Inc.
21440 Pacific Blvd.
Sterling, VA 20166-8900

042-29-5923-001
Utica Investments LLC
1306 Squire Court #A
Sterling, VA 20166-8944

042-29-5923-002; 042-29-5923-003
1306 Squire Court LLC
1306 Squire Court Suite A
Sterling, VA 20166-8944

042-29-5923-004
BF Investments LLP
45610 Terminal Dr.
Sterling, VA 20166

042-29-5923-005
PD Equities LLC
7411 Lindbergh Dr. Suite A
Gaithersburg, MD 20879-5416



042-20-0850
45360 Severn Way LLC
c/o Wade Company LLC
1800 N. Kent St. Suite 906
Arlington, VA 22209

030-25-3412
O J B/1600 University Blvd LC et al
c/o Recycland
7801 Norfolk Avenue #200
Bethesda, MD 20814

030-35-3860
P L Dulles LLC
c/o Kimco Realty Corp.
3333 New Hyde Park Rd.
New Hyde Park, NY 11042

029-37-6224
D T C Partners LLC
Lerner Companies
11501 Huff Ct.
Kensington, MD 20895-1043

041-30-7841
1 Dulles Town Center LLC
Lerner Companies
11501 Huff Ct.
North Bethesda, MD 20895-1043

028-26-0370
Jefferson Village TH Homeowners Asn.
1101 Ingleside Ave.
McLean, VA 22101-2131

028-25-4964; 028-25-4646; 028-25-2362
Artin Safarian
1334 Shepard Dr. Suite C
Sterling, VA 20164-4426

028-35-6017
Galilee United Methodist Church
45425 Winding Rd.
Sterling, VA 20165-2594

040-30-7804; 040-30-7617; 040-30-7431
Barbara Trout
20521 Broad Run Dr.
Potomac Falls, VA 20165-2515

040-49-6226
Loudoun County Ind. Dev. Authority
c/o Stephen Robin
101-A S. King St
Leesburg, VA 20175





040-39-8734
East Oaks LLC
c/o Mortgage Trustees LLC
7010 Little River Tpke. Suite 240
Annandale, VA 22003

040-39-5426; 040-39-1727
Mehdi & F. Chizari Pahlavani R/S
45241 Russell Branch Pkwy.
Ashburn, VA 20147-2906

040-39-0661
Alfred E. & Mary C. Hurley RS
45191 Russell Branch Pkwy.
Ashburn, VA 20147-2901

040-38-7478
Pam Milan & Associates LLC
1915 B Chain Bridge Rd. Suite 79
McLean, VA 22102-4401

040-38-1852
Loudoun County Board of Supervisors
One Harrison St. SE 5th Fl.
P. O. Box 7000
Leesburg, VA 20175-7000

040-37-7561
L S Q One Limited Partnership
c/o Clark Enterprises Inc.
7500 Old Georgetown Rd., Fl. 15
Bethesda, MD 20814



Receipt of Payment

Receipt Number : 080015935
Transaction Number : A000000005437
Payment Method: CHECK
Check Number: 358



Date: 2008-11-06
Amount: \$26,661.20
Check Escrow Flag: N
Check Writer: NA DULLES REAL ESTAT

Detail Information

26,661.20 ZMAP-2008-0021 TOTAL FEE