County of Fairfax, Virginia

MEMORANDUM

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

DATE: March 20, 2014

TO: Nicholas Rogers, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

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

SUBJECT: **Revised** Affidavit
Application No.: RZ 2013-LE-013
Applicant: Eastwood Properties, Inc.
PC Hearing Date: 2/27/14
BOS Hearing Date: 4/8/14

REF.: 121639

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 3/19/14 which bears my initials and is numbered 121639d, when you prepare the staff report.

Thank you for your cooperation.

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

\\s17PROLAWPGC01\Documents\121639\JEG\Affidavits\586709.doc

REZONING AFFIDAVIT

DATE: MAR 19 2014
(enter date affidavit is notarized)

I, Lori R. Greenlief, do hereby state that I am an
(enter name of applicant or authorized agent)

121639d

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

in Application No.(s): RZ 2013-LE-013
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS,** and **LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS,** and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(**NOTE**: All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	**ADDRESS** (enter number, street, city, state, and zip code)	**RELATIONSHIP(S)** (enter applicable relationships listed in **BOLD** above)
Eastwood Properties, Inc. Agent: Richard L. Labbe	3050 Chain Bridge Road, Suite 103 Fairfax, VA 22030	Applicant/Contract Purchaser of Tax Map 91-1 ((1)) 18, 19, 20 Agent/Attorney-in-Fact for Robin L. & James D. Knickerbocker Agent/Attorney-in-Fact for Mildred A. Houchens
Robin L. Knickerbocker James D. Knickerbocker	6433 Beulah Street Alexandria, VA 22310	Title Owner of Tax Map 91-1 ((1)) 18
Mildred A. Houchens	Rt. 1 Box 190 Schuyler, VA 22969	Title Owner of Tax Map 91-1 ((1)) 19

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

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

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

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Rezoning Attachment to Par. 1(a)

DATE: MAR 19 2014
(enter date affidavit is notarized)

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number (s))

(**NOTE**: All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	**ADDRESS** (enter number, street, city, state, and zip code)	**RELATIONSHIP(S)** (enter applicable relationships listed in **BOLD** above)
Fairfax County Board of Supervisors, a body corporate and politic Agent: Edward L. Long Jr.	12000 Government Center Parkway Fairfax, VA 22035	Title Owner of Tax Map 91-1 ((1)) 20
McGuireWoods LLP Agents: Scott E. Adams Lianne E. Childress David R. Gill Jonathan P. Rak Gregory A. Riegle • Mark M. Viani (former) Kenneth W. Wire Sheri L. Akin Lisa M. Chiblow Lori R. Greenlief	1750 Tysons Boulevard, Suite 1800 Tysons Corner, VA 22102	Attorney/Agent for Applicant Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Planner/Agent Planner/Agent Planner/Agent
Charles P. Johnson & Associates, Inc. Agent: Paul B. Johnson Allan D. Baken Henry M. Fox Jr.	3959 Pender Drive, #210 Fairfax, VA 22030	Engineer/Agent for Applicant
McShay Communities, Inc. Agent: Michael F. McGhan	6212-B Old Franconia Road Alexandria, VA 22310	Builder/Agent for Applicant

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

 • Added since the printing of the 1/2/14 Staff Report.

REZONING AFFIDAVIT

DATE: MAR 19 2014
(enter date affidavit is notarized)

121639d

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number(s))

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

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

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Eastwood Properties, Inc.
3050 Chain Bridge Road, Suite 103
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Richard L. Labbe, sole shareholder

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

Richard L. Labbe, President/Vice President/Secretary/Treasurer

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

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

121639d

Rezoning Attachment to Par. 1(b)

DATE: MAR 19 2014
(enter date affidavit is notarized)

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
Charles P. Johnson & Associates, Inc.
3959 Pender Drive, #210
Fairfax, VA 22030

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Charles P. Johnson
Paul B. Johnson

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

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
McShay Communities, Inc.
6212-B Old Franconia Road
Alexandria, VA 22310

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Michael F. McGhan

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

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

REZONING AFFIDAVIT

DATE: MAR 19 2014
(enter date affidavit is notarized)

121639d

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number(s))

1(c). The following constitutes a listing*** of all of the **PARTNERS,** both **GENERAL** and **LIMITED**, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

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

McGuireWoods LLP
1750 Tysons Bouelvard, Suite 1800
Tysons Corner, VA 22102

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

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

Equity Partners of McGuireWoods LLP

Adams, John D.	Bilik, R. E.	Capwell, Jeffrey R.
Alphonso, Gordon R.	Blank, Jonathan T.	Cason, Alan C.
Anderson, Arthur E., II	Boland, J. W.	Chaffin, Rebecca S.
Anderson, Mark E.	Brenner, Irving M.	Chapman, Jeffrey J.
Andre-Dumont, Hubert	Brooks, Edwin E.	Cockrell, Geoffrey C.
Bagley, Terrence M.	Brose, R. C.	Covington, Peter J.
Barger, Brian D.	Burk, Eric L.	Cramer, Robert W.
Becker, Scott L.	Busch, Stephen D.	Cromwell, Richard J.
Becket, Thomas L.	Cabaniss, Thomas E.	Culbertson, Craig R.
Belcher, Dennis I.	Cacheris, Kimberly Q.	Cullen, Richard (nmi)
Bell, Craig D.	Cairns, Scott S.	Daglio, Michael R.

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

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

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Rezoning Attachment to Par. 1(c)

DATE: MAR 19 2014
(enter date affidavit is notarized)

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number (s))

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

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

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

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

De Ridder, Patrick A.
Dickerman, Dorothea W.
DiMattia, Michael J.
Dooley, Kathleen H.
Downing, Scott P.
Edwards, Elizabeth F.
Ensing, Donald A.
Ey, Douglas W., Jr.
Farrell, Thomas M.
Feller, Howard (nmi)
Finkelson, David E.
Foley, Douglas M.
Fox, Charles D., IV
Franklin, Ronald G.
Fratkin, Bryan A.
Freedlander, Mark E.
Freeman, Jeremy D.
Fuhr, Joy C.
Gambill, Michael A.
Gibson, Donald J., Jr.
Glassman, Margaret M.
Glickson, Scott L.
Gold, Stephen (nmi)
Goldstein, Philip (nmi)
Grant, Richard S.
Greenberg, Richard T.
Greene, Christopher K.
Greenspan, David L.
Gresham, A. B.
Grieb, John T.
Harmon, Jonathan P.
Harmon, T. C.
Hartsell, David L.
Hatcher, J. K.
Hayden, Patrick L.
Hayes, Dion W.
Heberton, George H.
Hedrick, James T., Jr.
Horne, Patrick T.
Hornyak, David J.
Hosmer, Patricia F.
Hutson, Benne C.
Isaf, Fred T.
Jackson, J. B.
Jewett, Bryce D., III
Jordan, Hilary P.
Justus, J. B.
Kahn, Brian A.
Kanazawa, Sidney K.
Kane, Matthew C.
Kang, Franklin D.
Kannensohn, Kimberly J.
Katsantonis, Joanne (nmi)
Keeler, Steven J.
Kerr, James Y., II
Kilpatrick, Gregory R.
King, Donald E.
Kittrell, Steven D.
Kobayashi, Naho (nmi)
Konia, Charles A.
Kratz, Timothy H.
Kromkowski, Mark A.
Krueger, Kurt J.
Kutrow, Bradley R.
La Fratta, Mark J.
Lamb, Douglas E.
Lias-Booker, Ava E.
Little, Nancy R.
Long, William M.
Manning, Amy B.
Marianes, William B.
Marshall, Gary S.
Marshall, Harrison L., Jr.
Marsico, Leonard J.
Martin, Cecil E., III
Martin, George K.
Martinez, Peter W.
Mason, Richard J.
Mathews, Eugene E., III
Mayberry, William C.
McDonald, John G.
McFarland, Robert W.
McGinnis, Kevin A.
McIntyre, Charles W.
McKinnon, Michele A.
McLean, J. D.
McRill, Emery B.

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

121639d

Rezoning Attachment to Par. 1(c)

DATE: MAR 19 2014
(enter date affidavit is notarized)

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number (s))

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

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

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

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

Michalik, Christopher M.
Milianti, Peter A.
Miller, Amy E.
Moldovan, Victor L.
Muckenfuss, Robert A.
Mullins, P. T.
Murphy, Sean F.
Nahal, Hardeep S.
Natarajan, Rajsekhar (nmi)
Neale, James F.
Nesbit, Christopher S.
Newhouse, Philip J.
O'Grady, John B.
Oakey, David N.
Older, Stephen E.
Oostdyk, Scott C.
Padgett, John D.
Parker, Brian K.
Perzek, Philip J.
Phillips, Michael R.
Pryor, Robert H.
Pusateri, David P.
Rak, Jonathan P.
Reid, Joseph K., III
Richardson, David L.
Riegle, Gregory A.
Riley, James B., Jr.
Riopelle, Brian C.
Roberts, Manley W.
Robinson, Stephen W.
Roeschenthaler, Michael J.
Rogers, Marvin L.
Rohman, Thomas P.
Ronn, David L.
Rosen, Gregg M.
Rust, Dana L.
Satterwhite, Rodney A.
Scheurer, P. C.
Schewel, Michael J.
Schmidt, Gordon W.
Sellers, Jane W.
Shelley, Patrick M.
Simmons, L. D., II
Simmons, Robert W.
Slaughter, D. F.
Slone, Daniel K.
Spahn, Thomas E.
Spitz, Joel H.
Spivey, Angela M.
Stallings, Thomas J.
Steen, Bruce M.
Stein, Marta A.
Stone, Jacquelyn E.
Swan, David I.
Symons, Noel H.
Tackley, Michael O.
Tarry, Samuel L., Jr.
Thanner, Christopher J.
Thornhill, James A.
Van Horn, James E.
Vaughn, Scott P.
Vick, Howard C., Jr.
Viola, Richard W.
Wade, H. L., Jr.
Walker, John T., IV
Walker, Thomas R.
Walker, W. K., Jr.
Westwood, Scott E.
Whelpley, David B., Jr.
White, H. R., III
White, Walter H., Jr.
Wilburn, John D.
Williams, Steven R.
Woodward, Michael B.
Wren, Elizabeth G.

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

121639d

Rezoning Attachment to Par. 1(c)

DATE: MAR 19 2014
(enter date affidavit is notarized)

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number (s))

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

McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
Tysons Corner, VA 22102

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

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

(Former Equity Partner List)

Cogbill, John V., III
Doubet King, Sally
McElligott, James P.
Nickens, Jacks C.
O'Hare, James P.
Young, Kevin J.

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

REZONING AFFIDAVIT

DATE: MAR 19 2014
(enter date affidavit is notarized)

121639d

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number(s))

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

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

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

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

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

NONE

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

REZONING AFFIDAVIT

DATE: MAR 19 2014
(enter date affidavit is notarized)

121639d

for Application No. (s): RZ 2013-LE-013
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than $100, singularly or in the aggregate, with any of those listed in Par. 1 above.

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

Michael F. McGhan of McShay Communities, Inc. donated in excess of $100 to Friends of Jeff McKay.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) [ ] There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one) [ ] Applicant [✓] Applicant's Authorized Agent

Lori R. Greenlief, Land Use Planner
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 19th day of March 2014, in the ~~State~~/Comm. of Virginia, County/~~City~~ of Fairfax.

Grace E. Chae
Notary Public

My commission expires: 5/31/2016

Grace E. Chae
Commonwealth of Virginia
Notary Public
Commission No. 7172971
My Commission Expires 5/31/2016