



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: February 18, 2014

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

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

SUBJECT: Revised Affidavit
Application No.: PCA 2000-MV-034
Applicant: Furnace Associates, Inc.
PC Hearing Date: 2/27/14
BOS Hearing Date: Not yet scheduled

REF.: 122014

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 2/12/14, which bears my initials and is numbered 122014b, 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

REZONING AFFIDAVIT

DATE: February 12, 2014
(enter date affidavit is notarized)

I, Charles B. Fromm, do hereby state that I am an
(enter name of applicant or authorized agent)

122014b

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

in Application No.(s): PCA 2000-MV-034
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

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

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

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)
Furnace Associates, Inc.(1) Agents: Charles B. Fromm Conrad R. Mehan Gary R. Hewes Edward Paul Farrell, Jr. Clayton L. Walton Eric K. Wallace Marc L. Bourhis Larry W. Bayne David R. Howard, Jr.	11220 Assett Loop, Suite 201 Manassas, VA 20109	Applicant/Title Owner of Parcels 113-1-((1))-12, 13
Hunton & Williams LLP(10)	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Attorneys/Agents for Applicant

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

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

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

Rezoning Attachment to Par. 1(a)DATE: February 12, 2014
(enter date affidavit is notarized)

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for Application No. (s): PCA 2000-MV-034
(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)
Francis A. McDermott John C. McGranahan, Jr. Nicholas H. Grainger	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Attorneys/Agents for Applicant
Elaine O'Flaherty Cox Susan K. Yantis	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Planners/Agents for Applicant
Jeannie A. Mathews	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Paralegal/Agent for Applicant
The BC Consultants, Inc.(11) Agents: James H. Scanlon Matthew S. Lawrence Dennis D. Dixon	12600 Fair Lakes Circle, Suite 100 Fairfax, VA 22033	Engineers/Agents for Applicant
Geosyntec Consultants, Inc.(12) Agents: Scott K. Sheridan Kyle E. LaClair Thomas B. Ramsey Jeremy W. F. Morris	9211 Arboretum Parkway, Suite 200 Richmond, VA 23832	Environmental Engineers/Agents for Applicant
Lecos & Associates, LLC(13) Agent: William D. Lecos	6324 Beachway Drive Falls Church, VA 22044	Consultant/Agent for Applicant
M. J. Wells & Associates, Inc.(14) Agents: William F. Johnson Robin L. Antonucci Kevin R. Fellin Brian J. Horan	1420 Spring Hill Road, Suite 600 McLean, VA 22102	Traffic Consultants/Agents for Applicant
Wetland Studies and Solutions, Inc.(15) Agents: Michael S. Rolband Kimberly A. Snyder Mark W. Headley Benjamin N. Rosner	5300 Wellington Branch Drive, Suite 100 Gainesville, VA 20155	Cultural and Natural Resource Consultants/Agents 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.

REZONING AFFIDAVIT

DATE: February 12, 2014
(enter date affidavit is notarized)

1220146

for Application No. (s): PCA 2000-MV-034
(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)

(1)Furnace Associates, Inc.
11220 Assett Loop, Suite 201
Manassas, VA 20109

DESCRIPTION OF CORPORATION: (check one statement)

- [x] 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)

EnviroSolutions Real Property Holdings, Inc.(2)

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

Lawrence A. First, Dir Charles B. Fromm, VP/Sec
Anthony D. Minella, Dir Clayton L. Walton, VP-Gov Affairs
Salvatore Giannetti III (nmi), Dir Gary R. Hewes, VP-Operations
Eric K. Wallace, Dir/Pres Robert B. Gretz, Region VP-Mid-Atlantic
Marc L. Bourhis, VP/Asst Sec Marc H. Shaener, Dir New Business & Market Development

Charles A. Wilcox, Former Director

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

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

Rezoning Attachment to Par. 1(b)

DATE: February 12, 2014
(enter date affidavit is notarized)

122014b

for Application No. (s): PCA 2000-MV-034
(enter County-assigned application number (s))

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

(2)EnviroSolutions Real Property Holdings, Inc.
11220 Assett Loop, Suite 201
Manassas, VA 20109

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)

EnviroSolutions Holdings, Inc.(3)

=====

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

Lawrence A. First, Dir.	Eric K. Wallace, Dir/CEO/Pre	● Charles A. Wilcox, Former Director
Anthony D. Minella, Dir.	Marc L. Bourhis, VP/CFO/Asst Sec	
Salvatore Giannetti III (nmi), Dir	Charles B. Fromm, VP/GC/Sec	

=====

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

(3)EnviroSolutions Holdings, Inc.
11220 Assett Loop, Suite 201
Manassas, VA 20109

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)

ASOF II Investments, LLC(4)
NZG Guggenheim Master Fund Limited(6)
PennantPark Investment Corporation(9)

=====

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

Lawrence A. First, Dir.	Marc L. Bourhis, VP/CFO/Asst Sec	Robert B. Gretz, Region VP-Mid-Atlantic
Anthony D. Minella, Dir.	Charles B. Fromm, VP/GC/Sec	Scott M. Cunningham, Region VP-NE
Salvatore Giannetti III (nmi), Dir	Clayton L. Walton, VP-Gov Affairs	Marc H. Shaener, Dir New Business & Market Devel
Eric K. Wallace, Dir/CEO/Pres	Gary R. Hewes, VP-Operations	● Charles A. Wilcox, Former Director

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

• Added since the printing of the 2/13/14 Staff Report.

Rezoning Attachment to Par. 1(b)

DATE: February 12, 2014
(enter date affidavit is notarized)

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for Application No. (s): PCA 2000-MV-034
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(4)ASOF II Investments, LLC
299 Park Avenue, 34th Floor
New York, NY 10171

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)

American Securities Opportunities Fund II(B), L.P. (Does not own 10% of Furnace Associates, Inc.)
American Securities Opportunities Fund II, L.P.(5)

=====

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)

(6)NZC Guggenheim Master Fund Limited (a Cayman Islands exempted company)
c/o Guggenheim Investment Management, LLC
135 East 57th Street, New York, NY 10022

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)

NZC Guggenheim Fund LLC(7)
NZC Guggenheim Fund Ltd.(8)

=====

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

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

Rezoning Attachment to Par. 1(b)

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for Application No. (s): PCA 2000-MV-034
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(7)Nzc Guggenheim Fund LLC
c/o Guggenheim Investment Management, LLC
135 East 57th Street
New York, NY 10022

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)

=====

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)

(8)Nzc Guggenheim Fund Ltd.
c/o Guggenheim Investment Management, LLC
135 East 57th Street, New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

=====

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

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

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

(9) PennantPark Investment Corporation
590 Madison Avenue, 15th Floor
New York, NY 10022

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)

Publicly Traded

=====
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)

(11) The BC Consultants, Inc.
12600 Fair Lakes Circle, Suite 100
Fairfax, VA 22033

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)

James H. Scanlon (sole shareholder)

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

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

Rezoning Attachment to Par. 1(b)

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for Application No. (s): PCA 2000-MV-034
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(12) Geosyntec Consultants, Inc.
9211 Arboretum Parkway, Suite 200
Richmond, VA 23832

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)

=====

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)

(13) Lecos & Associates, LLC
6324 Beachway Drive
Falls Church, VA 22044

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)

William D. Lecos

=====

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

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

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for Application No. (s): PCA 2000-MV-034
(enter County-assigned application number (s))

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

(14) M. J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

M. J. Wells & Associates, Inc. Employee Stock Ownership Trust (ESOT)
(All employees are eligible Plan participants; however, none owns 10% or more of any class of stock.)

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

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

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

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 S. Rolband

=====
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: February 12, 2014
(enter date affidavit is notarized)

122014b

for Application No. (s): PCA 2000-MV-034
(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)

(5)American Securities Opportunities Fund II, L.P.
299 Park Avenue, 34th Floor
New York, NY 10171

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

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

GENERAL PARTNER:

ASOF Associates II, LLC (Does not own 10% of Furnace Associates, Inc.)

LIMITED PARTNERS:

There are 83 limited partners/private equity investors, none of whom owns 10% or more of Furnace Associates, Inc.

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

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

Rezoning Attachment to Par. 1(c)DATE: February 12, 2014
(enter date affidavit is notarized)

1ZZ014b

for Application No. (s): PCA 2000-MV-034
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(10)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:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Robert A. Acosta-Lewis	Ellis M. Butler	Joseph P. Esposito
Lawrence C. Adams	Ferdinand A. Calice	Kelly L. Faglioni
Michael F. Albers	Matthew J. Calvert	Susan S. Failla
Kenneth J. Alcott	Daniel M. Campbell	Eric H. Feiler
Fernando C. Alonso	Thomas H. Cantrill	Kevin C. Felz
Walter J. Andrews	Curtis G. Carlson	Edward F. Fernandes
Charles E. G. Ashton	Jean Gordon Carter	Jamillia Padua Ferris
Chinawat Assavapokee (nmi)	Charles D. Case	Norman W. Fichthorn
L. Scott Austin	James N. Christman	Andrea Bear Field
Ian Phillip Band	Whittington W. Clement	Kevin J. Finto
Sean M. Beard	Herve' Cogels (nmi)	Melanie Fitzgerald (nmi)
John J. Beardsworth, Jr.	Cassandra C. Collins	Michael F. Fitzpatrick, Jr.
Ryan A. Becker	Stacy M. Colvin	Robert N. Flowers
Steven H. Becker	S. Gregory Cope	William M. Flynn
Stephen John Bennett	Ashley Cummings (nmi)	Laura M. Franze
Melinda R. Beres	Alexandra B. Cunningham	David S. Freed
Lucas Bergkamp (nmi)	Samuel A. Danon	Lauren E. Freeman
Lon A. Berk	Barry R. Davidson	Steven C. Friend
Mark B. Bierbower	John A. Decker	Edward J. Fuhr
Stephen R. Blacklocks	John J. Delionado	Charles A. Gall
Jeffry M. Blair	Stephen P. Demm	Daniel C. Garner
Matthew P. Boshier	Dee Ann Dorsey	Douglas M. Garrou
James W. Bowen	Edward L. Douma	Richard D. Gary
Lawrence J. Bracken, II	Colleen P. Doyle	Kevin M. Georgerian
James P. Bradley	Alison M. Dreizen	John T. Gerhart, Jr.
Sheldon T. Bradshaw	Sean P. Ducharme	Jeffrey W. Giese
David F. Brandle, Jr.	Deidre G. Duncan	Neil K. Gilman
Craig A. Bromby	Roger Dyer (nmi)	C. Christopher Giragosian
Benjamin P. Browder	Frederick R. Eames	Douglas S. Granger
A. Todd Brown, Sr.	Heather Archer Eastep	Laurie A. Grasso
Tyler P. Brown	Maya M. Eckstein	J. William Gray, Jr.
F. William Brownell	W. Jeffery Edwards	Charles E. Greef
Kevin J. Buckley	John C. Eichman	Christopher C. Green
Kristy A. Niehaus Bulleit	Emmett N. Ellis	Robert J. Grey, Jr.
Joseph B. Buonanno	Edward W. Elmore, Jr.	Greta T. Griffith
Nadia S. Burgard	Frank E. Emory, Jr.	Brett L. Gross
Eric R. Burner	Juan C. Enjamio	Bradley W. Grout
M. Brett Burns	John D. Epps	Steven M. Haas
P. Scott Burton	Phillip J. Eskenazi	Brian L. Hager

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

Rezoning Attachment to Par. 1(c)

DATE: February 12, 2014
(enter date affidavit is notarized)

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for Application No. (s): PCA 2000-MV-034
(enter County-assigned application number (s))

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

(10)Hunton & Williams LLP (continued)
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: (enter first name, middle initial, last name, and title, e.g., **General Partner, Limited Partner, or General and Limited Partner**)

- | | | |
|-------------------------|-------------------------------|-------------------------|
| Robert J. Hahn | Douglas W. Kenyon | Michael C. McCann |
| Jarrett L. Hale | Michael C. Kerrigan | T. Allen McConnell |
| Leslie S. Hansen | Ryan T. Ketchum | Francis A. McDermott |
| Eric J. Hanson | Scott H. Kimpel | Alexander G. McGeoch |
| Ronald M. Hanson | Robert A. King | John C. McGranahan, Jr. |
| Jason W. Harbour | Edward B. Koehler | Gustavo J. Membiola |
| Jeffrey L. Harvey | John T. Konther | Mark W. Menezes |
| John D. Hawkins | Torsten M. Kracht | Gary C. Messplay |
| Rudene Mercer Haynes | Christopher G. Kulp | Peter J. Mignone |
| Mark S. Hedberg | David Craig Landin | Patrick E. Mitchell |
| Gregory G. Hesse | Gregory F. Lang | Jack A. Molenkamp |
| David A. Higbee | Andrew W. Lawrence | T. Justin Moore, III |
| Thomas Y. Hiner | Daniel M. LeBey | Thurston R. Moore |
| D. Bruce Hoffman | Bradley T. Lennie | Robert J. Morrow |
| Robert E. Hogfoss | L. Steven Leshin | Ann Marie Mortimer |
| John R. Holzgraefe | Catherine D. Little | Michael J. Mueller |
| Cecelia Philipps Horner | Steven R. Loeshelle | Eric J. Murdock |
| George C. Howell, III | David C. Lonergan | Ted J. Murphy |
| Paul C. Huck, Jr. | Nash E. Long, III | Thomas P. Murphy |
| Kevin F. Hull | Kirk A. Lovric | David A. Mustone |
| Donald P. Irvin | David S. Lowman, Jr. | James P. Naughton |
| Jamie Zysk Isani | Kimberly C. MacLeod | Wim Nauwelaerts (nmi) |
| Judith H. Itkin | Michael J. Madden, Jr. | Eric J. Nedell |
| Makram B. Jaber | Tyler Maddry (nmi) | Michael Nedzbala (nmi) |
| Timothy L. Jacobs | Manuel E. Maisog | William L. Newton |
| Lori Elliott Jarvis | Douglas M. Mancino | Henry V. Nickel |
| Matthew D. Jenkins | Alan J. Marcuis | Lonnie D. Nunley, III |
| Harry M. Johnson, III | ● Rori H. Malech | Michael A. Oakes |
| James A. Jones, III | Brian R. Marek | Peter K. O'Brien |
| Kevin W. Jones | Fernando Margarit (nmi) | John T. O'Connor |
| Laura Ellen Jones | Laura C. Marshall | Leslie A. Okinaka |
| Dan J. Jordanger | Thelma Marshall (nmi) | John D. O'Neill, Jr. |
| Roland Juarez (nmi) | Jeffrey N. Martin | Michael A. O'Shea |
| Thomas R. Julin | John S. Martin | Brian V. Otero |
| W. Alan Kailer | J. Michael Martinez de Andino | Raj Pande (nmi) |
| Andrew Kamensky (nmi) | Walfrido J. Martinez | Randall S. Parks |
| Michael G. Keeley | Laurie Uustal Mathews | Peter S. Partee, Sr. |
| G. Roth Kehoe, II | John Gary Maynard, III | J. Steven Patterson |
| David A. Kelly | William H. McBride | William S. Patterson |

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

Rezoning Attachment to Par. 1(c)

DATE: February 12, 2014
(enter date affidavit is notarized)

122046

for Application No. (s): PCA 2000-MV-034
(enter County-assigned application number (s))

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

(10)Hunton & Williams LLP (continued)
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: (enter first name, middle initial, last name, and title, e.g., **General Partner, Limited Partner, or General and Limited Partner**)

Eric R. Pogue
Robert Dean Pope
Laurence H. Posorske
Kurtis A. Powell
Lewis F. Powell, III
J. Waverly Pulley, III
Robert T. Quackenboss
Dionne C. Rainey
Katherine E. Ramsey
John Jay Range
Robert S. Rausch
Belynda B. Reck
Baker R. Rector
Shawn Patrick Regan
Sona Rewari (nmi)
Thomas A. Rice
Michael P. Richman
Jennings G. ("J. G.") Ritter, II
Kathy E. B. Robb
Daryl B. Robertson
Gregory B. Robertson
Patrick L. Robson
Robert M. Rolfe
Ronald D. Rosener
Trevor K. Ross
Brent A. Rosser
William L. S. Rowe
Ronald L. Rubin
Marguerite R. ("Rita") Ruby
D. Alan Rudlin
Mary Nash K. Rusher
D. Kyle Sampson
Karen M. Sanzaro
Stephen M. Sayers
Arthur E. Schmalz
Gregory J. Schmitt
John R. Schneider
Howard E. Schreiber
Jeffrey P. Schroeder

Robert M. Schulman
Carl F. Schwartz
P. Watson Seaman
James S. Seevers, Jr.
Douglass P. Selby
Joel R. Sharp
Michael R. Shebelskie
Rita A. Sheffey
Ryan A. Shores
George P. Sibley, III
Donald F. Simone
Aaron P. Simpson
Jo Anne E. Sirgado
Laurence E. Skinner
Thomas G. Slater, Jr.
Caryl Greenberg Smith
John R. ("J. R.") Smith
Yisun Song (nmi)
Lisa J. Sotto
Joseph C. Stanko, Jr.
Todd M. Stenerson
John J. Stenger
Gregory N. Stillman
Fradyn Suarez (nmi)
Yeongyo Anna Suh
C. Randolph Sullivan
Jeffrey M. Sullivan
Andrew J. Tapscott
Robert M. Tata
Rodger L. Tate
W. Lake Taylor, Jr.
Wendell L. Taylor
John Charles Thomas
Gary E. Thompson
Paul M. Tiao
B. Cary Tolley, III
Bridget C. Treacy
Andrew J. Turner
Julie I. Ungerman

Daniel E. Uyesato
Surasak Vajasant (nmi)
Mark C. Van Deusen
Emily Burkhardt Vicente
Daniel G. Vivarelli, Jr.
Mark R. Vowell
Amanda L. Wait
Linda L. Walsh
William A. Walsh, Jr.
William L. Wehrum
Peter G. Weinstock
Malcolm C. Weiss
Kevin J. White
Amy McDaniel Williams
Mitchell G. Williams
Holly H. Williamson
Michael G. Wilson
Allison D. Wood
David C. Wright
Richard L. Wyatt, Jr.
David R. Yates
Lee B. Zeugin
Manida Zimmerman (nmi)

FORMER PARTNERS:

Thomas J. Cawley
Cameron N. Cosby
Cyane B. Crump
● Ray V. Hartwell, III
Andrew E. Jillson
Stephen S. Maris
Fraser A. McAlpine
Frank J. Murphy, Jr.
● Pam Gates O'Quinn
● Curtis D. Porterfield
● Stuart A. Raphael
Brooks M. Smith
Lynnette R. Warman
Evan D. Wolff

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

• Added since the printing of the 2/13/14 Staff Report.

REZONING AFFIDAVIT

DATE: February 12, 2014
(enter date affidavit is notarized)

122014b

for Application No. (s): PCA 2000-MV-034
(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: February 12, 2014
(enter date affidavit is notarized)

122014b

for Application No. (s): PCA 2000-MV-034
(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.)

Conrad R. Mehan, Agent for Applicant, contributed in excess of \$100 each to Supervisors Herrity and McKay.

Francis A. McDermott of Hunton & Williams LLP, Attorneys for Applicant, contributed in excess of \$100 to Supervisor Herrity.

(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 [Signature] [x] Applicant's Authorized Agent

Charles B. Fromm, Agent for Applicant
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 12th day of February, 2014, in the State/Comm. of Virginia, County/City of Fairfax.

[Signature]
Notary Public

My commission expires: 3/31/17
Reg No. 299668

