

**SPECIAL EXCEPTION AFFIDAVIT**

**OCT 11 2011**

DATE: \_\_\_\_\_  
(enter date affidavit is notarized)

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

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

112605c

in Application No.(s): SEA 2008-MD-034  
(enter County-assigned application number(s), e.g. SE 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 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.)

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
The Virginia Department of Rail and Public Transportation Representative: Charles M. Badger	1593 Spring Hill Road, Suite 600 Vienna, VA 22182	Applicant with Metropolitan Washington Airports Authority (MWAA) on behalf of Washington Metropolitan Area Transit Authority (WMATA)
Metropolitan Washington Airports Authority (MWAA) Agents: Charles S. Camaggio Marcia S. McAllister James L. Van Zee	1593 Spring Hill Road, Suite 300 Vienna, VA 22182	Applicant with Virginia Department of Rail and Public Transportation on behalf of Washington Metropolitan Area Transit Authority (WMATA)
Washington Metropolitan Area Transit Authority (WMATA) Agents: Gary (nmi) Malaski John D. Thomas Neil E. Nott	1593 Spring Hill Road Vienna, VA 22182	Applicant

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

## Special Exception Attachment to Par. 1(a)

DATE: OCT 11 2011  
(enter date affidavit is notarized)

112605e

for Application No. (s): SEA 2008-MD-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 <b>BOLD</b> above)
Commonwealth of Virginia, a body corporate and politic Agent: Peter E. Vigliotti	14685 Avion Parkway Chantilly, VA 20151	Title Owner of 29-3 Right-of-Way
Dulles Transit Partners, LLC Agents: Frank G. Turpin Ernest S. Lee George B. Morschauser	1595 Spring Hill Road, Suite 600 Vienna, VA 22182	Engineer/Agent for Applicant
Dewberry & Davis LLC Agent: J. William Ewing	8401 Arlington Boulevard Fairfax, VA 22031	Engineer/Agent for Applicant
McGuireWoods LLP Agents: Scott E. Adams Carson Lee Fifer, Jr. David R. Gill Jonathan P. Rak Gregory A. Riegler Mark M. Viani Kenneth W. Wire Sheri L. Akin Lisa M. Chiblow Lori R. Greenlief	1750 Tysons Boulevard, Suite 1800 Tysons Corner, VA 22102	Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Planner/Agent Planner/Agent Planner/Agent
Cherner Family, LLC Agent: Jonathan K. Cherner	8550 Leesburg Pike Vienna, VA 22182	Title Owner of Tax Map No. 29-3 ((1)) 53, 53A
Andrew M. Cherner Abby S. Cherner Jonathan K. Cherner Ranee L. Cherner	8550 Leesburg Pike Vienna, VA 22182	Title Owner of Tax Map No. 29-3 ((1)) 57H, 57J
Tysons Spring Hill Station, LLC Agent: Aaron J. Georgelas Theodore J. Georgelas	8405 Greensboro Drive, #P130 McLean, VA 22102	Contract Purchaser of Tax Map No. 29-3 ((1)) 53, 53A, 57H, 57J

(check if applicable)

There are more relationships to be listed and Par. 1(a) is continued further on a "Special Exception Attachment to Par. 1(a)" form.

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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:

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

CORPORATION INFORMATION

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

The Virginia Department of Rail and Public Transportation  
1595 Spring Hill Road, Suite 600  
Vienna, VA 22182

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

The Virginia Department of Rail and Public Transportation is a governmental authority, not a corporation

(check if applicable)  There is more corporation information and Par. 1(b) is continued on a "Special Exception Affidavit 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.

**Special Exception Attachment to Par. 1(b)**

DATE: OCT 11 2011  
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for Application No. (s): SEA 2008-MD-034  
(enter County-assigned application number (s))

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

Metropolitan Washington Airports Authority (MWA  
1593 Spring Hill Road, Suite 300  
Vienna, VA 22182

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

The Metropolitan Washington Airports Authority, a body corporate and politic created by interstate compact between the Commonwealth of Virginia and the District of Columbia under Chapter 598 of the 1985	Acts of Virginia Assembly, as amended, codified at Va. Code §5.1-152 et seq. (2001), and by the District of Columbia Regional Airports Authority Act of 1985, as amended, codified at D.C. Code ann.	§§9-901 et seq. (2001). There are no shareholders.
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**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)

Washington Metropolitan Area Transit Authority (WMATA)  
1593 Spring Hill Road  
Vienna, VA 22182

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

Washington Metropolitan Area Transit Authority (WMATA) is a governmental entity, not a corporation

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

**Special Exception Attachment to Par. 1(b)**

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for Application No. (s): SEA 2008-MD-034  
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**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Dulles Transit Partners, LLC  
1595 Spring Hill Road, Suite 600  
Vienna, VA 22182

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

Bechtel Infrastructure Corporation,  
a Nevada corporation  
Washington Group International, Inc., an  
Ohio corporation

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

Bechtel Infrastructure Corporation, a Nevada corporation  
5275 Westview Drive  
Frederick, MD 21703

**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)

Bechtel Infrastructure Corporation is an  
indirect wholly owned subsidiary of Bechtel  
Group, Inc.

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

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**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Washington Group International, Inc., an Ohio corporation  
720 Park Boulevard  
Boise, ID 83712

**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)  
Washington Holdings Inc., a Delaware corporation

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Washington Holdings, Inc., a Delaware corporation  
720 Park Boulevard  
Boise, ID 83712

**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)  
URS Holdings, Inc., a Delaware corporation

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

**Special Exception Attachment to Par. 1(b)**

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

URS Holdings, Inc., a Delaware corporation  
600 Montgomery Street  
26th Floor  
San Francisco, CA 94111

**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)

URS Corporation, a Delaware corporation

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

URS Corporation, a Delaware corporation  
600 Montgomery Street, 26th Floor  
San Francisco, CA 94111

**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)

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

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

Bechtel Group, Inc.  
50 Beale Street  
San Francisco, CA 94105-1895

**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)

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

Dewberry & Davis LLC  
8401 Arlington Boulevard  
Fairfax, VA 22031

**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)

The Dewberry Companies LC, Member  
James L. Beight, Member  
Dennis M. Couture, Member

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

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

The Dewberry Companies LC  
8401 Arlington Boulevard  
Fairfax, VA 22031

**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)

Sidney O. Dewberry	The Michael S. Dewberry Credit Shelter
Barry K. Dewberry	Trust u/a/d 11/23/05 (f/b/o Michael S.
Karen S. Grand Pre	Dewberry II and 3 other minor children of
Thomas L. Dewberry	Michael S. Dewberry)

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

Commonwealth of Virginia, a body corporate and politic  
14685 Avion Parkway  
Chantilly, VA 20151

**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)

The Commonwealth of Virginia is a governmental authority, not a corporation

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

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

Cherner Family, LLC  
8550 Leesburg Pike  
Vienna, VA 22182

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

Jonathan K. Cherner, Member	Harvey (nmi) Cherner, Member/Manager
Randee L. Cherner, Member	Jonathan K. Cherner Trust f/b/o Jonathan K.
Andrew M. Cherner, Member	Cherner, Member
Abbey S. Cherner, Member	Andrew M. Cherner Trust f/b/o Andrew M.
Arlene K. Cherner, Member	Cherner, Member

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

Tyson's Spring Hill Station, LLC  
8405 Greensboro Drive, #P130  
McLean, VA 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

Georgelas-Tyson's Metro West, LLC  
T-Rex Tyson's Metro West LLC

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

**Special Exception Attachment to Par. 1(b)**

DATE: OCT 11 2011  
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1126050

for Application No. (s): SEA 2008-MD-034  
(enter County-assigned application number (s))

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

Georgelas-Tyson Metro West, LLC  
8405 Greensboro Drive, #P130  
McLean, VA 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

Theodore J. Georgelas, Manager/Member

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

T-Rex Tysons Metro West LLC  
8405 Greensboro Drive, #P130  
McLean, VA 22102

**DESCRIPTION OF CORPORATION:** (check one statement)

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

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

Thomas M. Mulroy, Manager/Member  
Clifford J. Preminger, Manager/Member

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

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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, and number, street, city, state, and 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 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.	Beil, Marshall H.	Burk, Eric L.
Alphonso, Gordon R.	Belcher, Dennis I.	Busch, Stephen D.
Anderson, Arthur E., II	Bell, Craig D.	Cabaniss, Thomas E.
Anderson, Mark E.	Beresford, Richard A.	Cacheris, Kimberly Q.
Andre-Dumont, Hubert	Bilik, R. E.	Cairns, Scott S.
Bagley, Terrence M.	Blank, Jonathan T.	Capwell, Jeffrey R.
Barger, Brian D.	Boland, J. W.	Cason, Alan C.
Barnum, John W.	Brenner, Irving M.	Chaffin, Rebecca S.
Becker, Scott L.	Brooks, Edwin E.	Cobb, John H.
Becket, Thomas L.	Brose, R. C.	Cogbill, John V., III

(check if applicable)  There is more partnership information and Par. 1(c) is continued on a "Special Exception Affidavit 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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**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**)

Covington, Peter J.  
Cramer, Robert W.  
Cromwell, Richard J.  
Culbertson, Craig R.  
Cullen, Richard (nmi)  
Cutler, Christopher M.  
Daglio, Michael R.  
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)  
Fennebresque, John C.  
Foley, Douglas M.  
Fox, Charles D., IV  
France, Bonnie M.  
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.  
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.  
Hosmer, Patricia F.  
Hutson, Benne C.  
Isaf, Fred T.  
Jackson, J. B.  
Jarashow, Richard L.  
Jordan, Hilary P.  
Kanazawa, Sidney K.  
Kannensohn, Kimberly J.  
Katsantonis, Joanne (nmi)  
Kerr, James Y., II

Kilpatrick, Gregory R.  
King, Donald E.  
King, Sally D.  
Kittrell, Steven D.  
Kobayashi, Naho (nmi)  
Kratz, Timothy H.  
Krueger, Kurt J.  
Kutrow, Bradley R.  
La Fratta, Mark J.  
Lias-Booker, Ava E.  
Lieberman, Richard E.  
Little, Nancy R.  
Long, William M.  
Manning, Amy B.  
Marianes, William B.  
Marks, Robert G.  
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.  
McCallum, Steven C.  
McDonald, John G.

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

Special Exception Attachment to Par. 1(c)

DATE: OCT 11 2011  
(enter date affidavit is notarized)

112605c

for Application No. (s): SEA 2008-MD-034  
(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**)

- |                            |                         |                           |
|----------------------------|-------------------------|---------------------------|
| McElligott, James P.       | Rakison, Robert B.      | Steen, Bruce M.           |
| McFarland, Robert W.       | Reid, Joseph K., III    | Stein, Marta A.           |
| McIntyre, Charles W.       | Richardson, David L.    | Stone, Jacquelyn E.       |
| McLean, J. D.              | Riegle, Gregory A.      | Swan, David I.            |
| McRill, Emery B.           | Riley, James B., Jr.    | Tackley, Michael O.       |
| Moldovan, Victor L.        | Riopelle, Brian C.      | Tarry, Samuel L., Jr.     |
| Muckenfuss, Robert A.      | Roberts, Manley W.      | Thornhill, James A.       |
| Muir, Arthur B.            | Robinson, Stephen W.    | Van der Mersch, Xavier G. |
| Murphy, Sean F.            | Rogers, Marvin L.       | Vaughn, Scott P.          |
| Natarajan, Rajsekhar (nmi) | Rohman, Thomas P.       | Vick, Howard C., Jr.      |
| Neale, James F.            | Rosen, Gregg M.         | Viola, Richard W.         |
| Nesbit, Christopher S.     | Rust, Dana L.           | Wade, H. L., Jr.          |
| Nickens, Jacks C.          | Satterwhite, Rodney A.  | Walker, John T., IV       |
| O'Grady, Clive R.          | Scheurer, P. C.         | Walker, W. K., Jr.        |
| O'Grady, John B.           | Schewel, Michael J.     | Walsh, James H.           |
| O'Hare, James P.           | Schill, Gilbert E., Jr. | Watts, Stephen H., II     |
| Oakey, David N.            | Schmidt, Gordon W.      | Westwood, Scott E.        |
| Oostdyk, Scott C.          | Sellers, Jane W.        | Whelpley, David B., Jr.   |
| Padgett, John D.           | Shelley, Patrick M.     | White, H. R., III         |
| Parker, Brian K.           | Simmons, L. D., II      | White, Walter H., Jr.     |
| Phears, H. W.              | Simmons, Robert W.      | Wilburn, John D.          |
| Phillips, Michael R.       | Skinner, Halcyon E.     | Williams, Steven R.       |
| Plotkin, Robert S.         | Slone, Daniel K.        | Wren, Elizabeth G.        |
| Pryor, Robert H.           | Spahn, Thomas E.        | Young, Kevin J.           |
| Pusateri, David P.         | Spitz, Joel H.          |                           |
| Rak, Jonathan P.           | Stallings, Thomas J.    |                           |

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

Special Exception Attachment to Par. 1(c)

DATE: OCT 11 2011  
(enter date affidavit is notarized)

112605c

for Application No. (s): SEA 2008-MD-034  
(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)

- Barr, John S.
- Brown, Thomas C., Jr.
- Buchan, Jonathan E.
- de Cannart d'Hamale, Emmanuel
- Dorman, Keith A.
- Keenan, Mark L.
- Kennedy, Wade M.
- Pankey, David H.
- Potts, William F., Jr.
- Werlin, Leslie M.
- Wilson, James M.
- Younger, W. C.

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

SPECIAL EXCEPTION AFFIDAVIT

DATE: OCT 11 2011  
(enter date affidavit is notarized)

112605c

for Application No. (s): SEA 2008-MD-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 "Special Exception Attachment to Par. 2" form.

Application No.(s): SEA 2008-MD-034  
(county-assigned application number(s), to be entered by County Staff)

**SPECIAL EXCEPTION AFFIDAVIT**

DATE: OCT 11 2011  
(enter date affidavit is notarized)

112605c

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.)

- Supervisor Catherine Hudgins is a Principal Director for the Washington Metropolitan Area Transit Authority (WMATA).
- Supervisor Jeffrey McKay is an Alternate Director for the Washington Metropolitan Area Transit Authority (WMATA).

**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 "Special Exception 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:

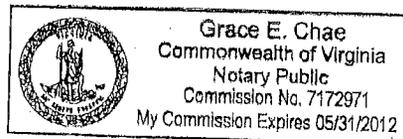
(check one)  Applicant  Applicant's Authorized Agent

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 11th day of October 20 11, in the State/Comm. of Virginia, County/City of Fairfax.

Grace E. Chae  
Notary Public

My commission expires: 5/31/2012



**Special Exception Attachment to Par. 3**

DATE: OCT 11 2011  
(enter date affidavit is notarized)

112605c

for Application No. (s): SEA 2008-MD-034  
(enter County-assigned application number (s))

- Theodore J. Georgelas donated in excess of \$100 to John Cook for Fairfax County Supervisors.
- Theodore J. Georgelas donated in excess of \$100 to Pat Herry for Fairfax County Board of Supervisors.
- Within the twelve-month period prior to the public hearing, Chairman Sharon Bulova and Supervisor Linda Smyth each received in excess of \$100 from Tysons West Assemblage LLC, which is not a party to this application; however, Theodore J. Georgelas and Aaron J. Georgelas, listed in paragraph 1(a) of the affidavit as Agents for Tysons Spring Hill Station, LLC, the Contract Purchaser, are both members and/or managers of Tysons West Assemblage LLC.
- Jonathan K. Cherner donated in excess of \$100 to Sharon Bulova for Fairfax County Board Chair.

(check if applicable)

There are more disclosures to the listed for Par. 3, and Par. 3 is continued further on a "Special Exception Attachment to Par. 3" form.