

County of Fairfax, Virginia

MEMORANDUM

DATE: 6/20/2017

TO:

Distribution List

FROM:

Tracy D. Strunk, AICP Director, Zoning Evaluation Division Department of Planning and Zoning

SUBJECT:

Zoning Application Analysis

REFERENCE:

Application No. PCA 85-S-061-05 (COPT Parkstone LLC)

Case Information

Staff Coordinator: Sharon Williams

Pre-Staffing:

7/10/17 Staffing: 8/31/17

Tentative PC:

10/19/17

Tentative BOS:

TBD

Memo Includes Full-Size Development Plans for Noted (♠) Addressees: Yes □ No 🗆

Attached for your review and comment is the zoning case information for the subject application.

Action addressees are requested to provide written comments to the staff coordinator by (6/30/17) to be considered in preparing staffs recommendation on this application. Information addressees may also submit any comments by the same date.

Action Addressees

- DPZ Planning Division Chief, Env. & Dev. Review Br. Attn: Denise James
- DPWES Site and Addressing Attn: Crystal Hamrick
- DPWES Sanitary-Sewer Attn: Lana Tran
- Attn: David Jordan
- Fire Prevention Div Plans Review Section Attn:Dave Thomas/Sandra Ward
- Fairfax County Public Schools Facilities & Transportation Svcs Facilities Planning Svcs Attn: Jessica Gillis
- Dept. of Transportation Transportation Planning Chief, Site Analyst Section Attn: Michael Davis
- Dept. of Housing & Comm. Dev. Housing Development Div.

Housing Development Officer Attn: Abdirazak Hamud

- Fairfax County Park Authority Planning & Development Div. Plan Review Coordinator Attn: Lynne Johnson 4th fl.
- Northern Va Soil and Water Conservation District Attn: Willie Woode
- Planning Commission Board of Supervisors Sully District
- Office of Community Revitalization/Reinvestment Attn: Barbara Byron *CRD/CRA or Tysons only*

Fairfax County Water Authority Planning & Engineering Div. Manger, Planning Dept. Attn: Greg Prelewicz

Dept. of Tax Administration Real Estate Division Director Attn: Tim Shirocky

Dept. of Health Div. of Environmental Health

Technical Review and Information Resources Attn: Kevin Wastler

Fairfax County Public Schools Facilities & Transportation Svcs Office of Design & Construction Services Attn: Eric Brunner

Fire & Rescue Dept. Information & Technology Attn: Eric Fisher

DPWES Site and Dev Svcs Chief, Urban Forestry Branch Attn: Craig Herwig

Information Addressees

- Economic Dev. Authority Director, Real Estate Services Attn: Curtis Hoffman
- Planning Commission Executive Director Attn: Jill Cooper

Clerk to Board of Supervisors Attn: Cathy Chianese

DPZ-ZED Division Director

Attn: Tracy Strunk, AICP

DPZ-ZED Asst. Director Attn: William Mayland

Attn: Branch Chiefs

DPZ-ZED Chief, Proffer Interp. Branch Attn: Suzanne Wright

Admin. Asst., Legal Notices Attn: Rachael Locke

DPZ Chief Zoning Inspector Attn: Mavis Stanfield

Dept. of Information Technology Technology Infrastructure Div. Attn: Steve Brundage

Dept. of Family Services Adult Aging Services AAA, B-3-708 Attn: Jacquie Woodruff

Southeast Fairfax Dev. Corp. Attn: Tony Fontana
MV or LEE only

Department of Planning and Zoning

12055 Government Center Parkway, Suite 801 Fairfax, Virginia 22035-5509 Phone 703 324-1290

FAX 703 324-3924 PLANNING www.fairfaxcounty.gov/dpz/





COUNTY OF FAIRFAX Department of Planning and Zoning Zoning Evaluation Division 12055 Government Center Parkway, Suite 801 Fairfax, VA 22035 (703) 324-1290 TTY 711 www.fairfaxcounty.gov/dpz/zoning/application

Date Application Accepted: June 6, 2017

APPLICATION #: PCA 85-5-061-05

(Staff will assign)

ZONING APPLICATION

RECEIVED Department of Planning & Zoning

111N A a 2017

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| Applicant Contact I | Name: | | | | Agent Name: | | | | |
| COPT Parkstone LL | С | | | | Scott Adams/Lori | Greenlief, | McGuire | Woods LLF | כ |
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| City:Columbia | Sta | te:MD | Zip :21046 | | City:Tysons | Sta | ate:VA | Zip: 221 | 02 |
| Phone Number: | | -T | | | Phone Number: | | | | |
| (W): | | (C): | | | (W): 703-712-5433(| Lori) | (C): | | |
| E-mail: | 1 | | | | E-mail: | | | | |
| | 4 | MA | | | lgreenlief@mcguir | rewoods.c | om | | |
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MAY 0 1 2017

WASHINGTON TECH PARK 3

Zoning Evaluation Division

Proffer Condition Amendment Statement of Justification

May 5, 2017

I. Introduction

This proffer condition amendment application (PCA) is filed on behalf of COPT Parkstone LLC (the "Applicant") on approximately 14.94 acres of land in the Sully District, zoned I-3 and identified as Tax Map 43-4((6))37A and 27, part (together known as the "Property"). The Applicant is requesting an amendment to the governing approval, as described below, to reorient the approved configuration of proposed office use and parking on the Property to better respond to the current office market demand.

II. Background

The Property is bounded by Braddock Road on the south, Parkstone Drive and other properties developed with office uses on the east, the remainder of Lot 27 to the north and office uses in the Westfield International Center to the west.

The Property is currently governed by rezoning RZ 85-S-061 (and subsequent amendments). However, the property has never been developed and is currently vacant. The following outlines the approval history of the Property and the surrounding area:

- On September 16, 1985, the Board of Supervisors approved RZ 85-S-061 to rezone 43.43 acres from the R-C District to the I-3 District, subject to proffers. The subject Property was part of this approval. It is noted that the portion of Lot 27 which is not included in this application is subject to a different rezoning, RZ 78-S-063 (the "Westfields rezoning").
- Between 1986 and 1999 there were two proffer condition amendment applications approved (PCA 85-S-061-1 and PCA 85-S-061-2) but neither involved the subject Property.
- On October 30, 2000, the Board of Supervisors approved PCA 85-S-061-3 to permit an increase in building height from 35 feet to 75 feet for two buildings approved on the subject Property, subject to proffers.
- On January 23, 2006, the Board of Supervisors approved PCA 85-C-061-4 to revise the approved generalized development plan to show one building instead of two buildings as previously approved, subject to proffers. Note that two buildings were still proposed over the entire property but one of them was proposed on the northern portion of Lot 27 outside of the PCA area. The subject application is proposed over the same land area over which PCA 85-S-061-4 was approved.

III. Request/Generalized Development Plan Description

It is the intent of this application to provide, both in structural form and layout, an office campus on the Property that is compatible with the high quality office environment which surrounds it but is also desirable to current office end-users and thus, competitive in the current market. A revision to the generalized development plan is proposed to revert back to the two building concept for the Property but to alter the placement of the buildings so that they are in closer proximity to each other and they are on property only governed by PCA 85-C-061-4. It is noted that, for context purposes, the GDP shows parking on the remainder of Lot 27. Parking on that portion of the lot is allowed under the Westfield approvals which govern that portion of Lot 27.

The GDP shows two buildings, centrally located on the Property, each with a maximum of square footage of 164,959 square feet and a maximum height of 75 feet. The total gross floor area proposed for the Property is 317,249 square feet which equates to a floor area ratio (FAR) of 0.5. Access to the Property is provided off of Parkstone Drive, a public street, which intersects Conference Center Drive to the north. A proposed right-in only entrance is also shown through the remainder of Lot 27 to the Property. There are also several possible interparcel access points to the east and the west. The proposed open space of 38% far exceeds the Zoning Ordinance minimum requirement of 15%. Both the tree preservation target percentage and the tree canopy percentage are far exceeded by the application. Parking lot landscaping will also exceed the minimum required. Parking is shown in surface lots surrounding each building and exceeds the Zoning Ordinance requirement minimum. An optional structured parking area is also shown on the plan to accommodate parking needs for future tenants.

The property is currently served by two existing offsite stormwater management ponds as described on Sheet 7 of the plan. There is a stormwater management plan for the property that was approved pursuant to 6178-SP-106-2. Calculations were rerun for this development and the revised analysis showed that the total drainage area and composite C-Factor/CN has been reduced to each pond when compared to the approved plan. A request for stormwater detention exception was approved for the site and the proposed plan will be in accordance with the requirements of the approval letter. This is detailed on the GDP.

The site is amenitized with a trail connection to the existing 8 foot asphalt trail along Braddock Road. A significant amount of buffer area, 250 feet, is shown between the proposed developed part of the property and Braddock Road. The buffer area provides a significant and important separation between the site and the adjacent lower intensity uses across Braddock Road.

IV. Comprehensive Plan Guidance

The Property is located in the Dulles Suburban Center, Land Unit J, in Area III. Land Unit J is planned for office, conference center/hotel, industrial/flex and industrial use at an average of .50 FAR. The Plan language states that future development should be consistent with the character

Washington Tech Park 3 Statement of Justification Page 3 of 3

of the existing development and that high quality landscaping should be maintained throughout the land unit.

V. Zoning Ordinance Provisions

The proposed application meets all of the I-3 bulk regulations. It is noted that the Property falls under ZOA 92-225 and is therefore grandfathered to an FAR of 0.5.

VI. Zoning Ordinance Provision Waivers/Modifications

As stated on Sheet 2 of the GDP, a modification to the number of required loading spaces is requested. It is noted that one space per building has proven to be adequate.

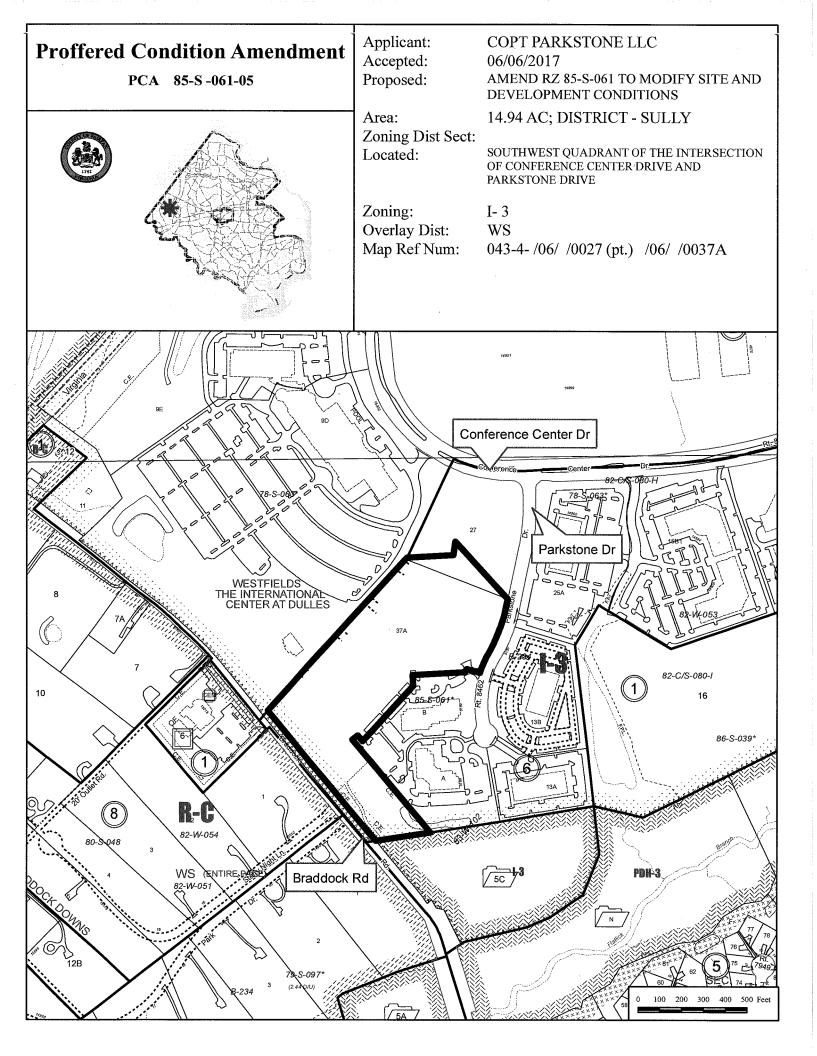
Also stated on Sheet 2 is a modification to the transitional screening and barrier requirements to the south to allow the existing 250 foot wide treed buffer to satisfy the requirements.

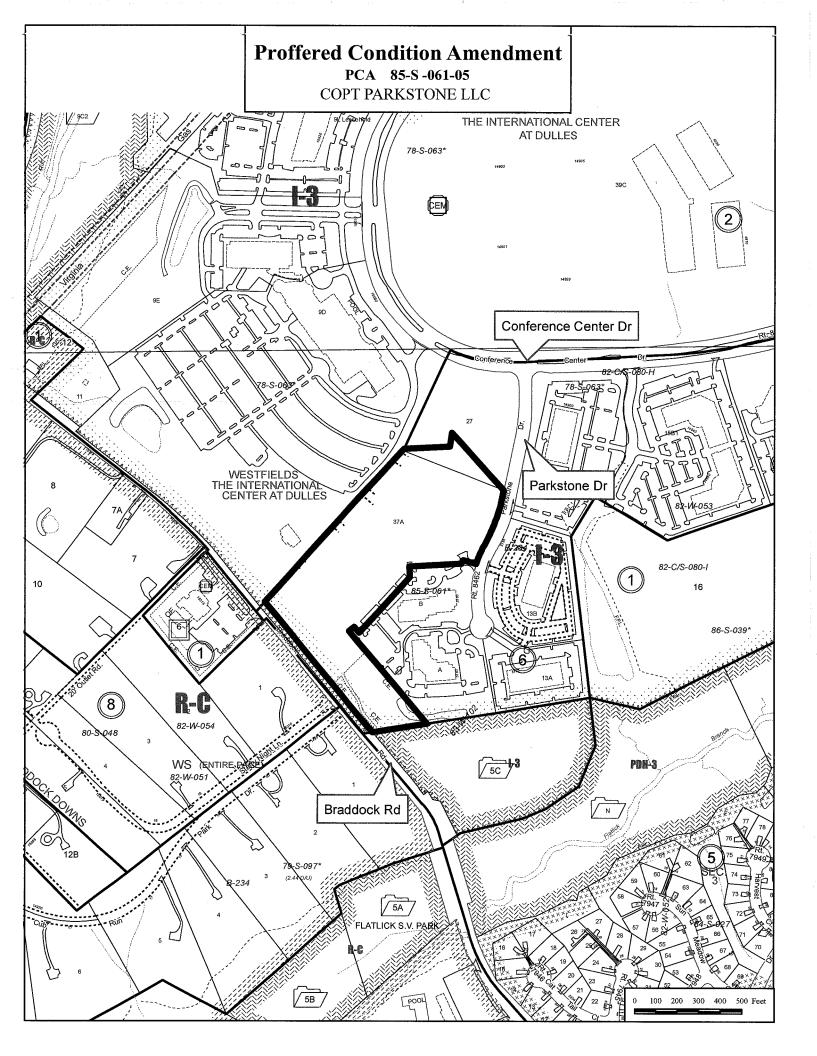
VII. Conclusion

The proposed application requests a reconfiguration of the development previously approved per PCA 85-S-061-3. The proposed FAR of 0.5 is in keeping with the grandfathered maximum and will allow the currently expected floor to ceiling heights of modern Class A office buildings. The proposed development is in conformance with the Comprehensive Plan recommendations for the Property and with the intent of the I-3 Zoning District.

Respectfully submitted,

Scott E. Adams





WASHINGTON TECH PARK 3 SULLY DISTRICT, FAIRFAX COUNTY, VIRGINIA

GENERALIZED DEVELOPMENT PLAN PLAN

RECEIVED

Department of Planning & Zoning

JUN 06 2017

Zoning Evaluation Division

OWNER/ APPLICANT:

COPT PARKSTONE LLC

13454 SUNRISE VALLEY DRIVE SUITE 100 HERNDON, VA 20171 T 703.673.3449 F 571.643.0872

ATTORNEY:

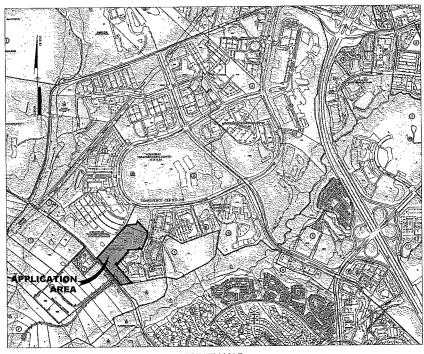
McGUIRE WOODS LLP

1750 TYSONS BOULEVARD SUITE 1800 MCLEAN, VA 22102 T 703.712.5000 F 703.712.5050

LAND PLANNING/ CIVIL ENGINEERING/ LANDSCAPE ARCHITECTURE:



13880 DULLES CORNER LANE SUITE 100 HERNDON, VA 20171 T 703.449.6700 F 703.449.6713 **JUNE 2, 2017**



VICINITY MAP SCALE: 1"=500'

SHEET INDEX

SHEET NO. DESCRIPTION

- 1 COVER SHEET
- 2 NOTES & TABULATIONS
- 3 GENERALIZED DEVELOPMENT PLAN
- 4 EXISTING VEGETATION MAP
- 5 LANDSCAPE PLAN
- 6 LANDSCAPE NOTES AND CALCS
- 7 NOTES, LETTERS & SWM NARRATIVE 8 SWM PONDS SHED COMPARISON & NARRATIVE
- 9 BMP MAP & NARRATIVE INFO
- REVISED BMP MAP & NARRATIVE
- 11 EXISTING WYNWOOD POND GRADING DETAIL
- 12 EXISTING WESTFIELDS 2A POND GRADING DETAIL
- 13 INFORMATIONAL SHEETS ADEQUATE OUTFALL
 14 INFORMATIONAL SHEETS ADEQUATE OUTFALL
- 15 INFORMATIONAL SHEETS ADEQUATE OUTFALL



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SHEET

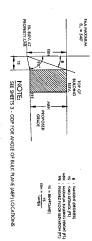
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COPT-1602 05-03-2017

ANGLE OF BULK PLANE DETAIL & TABULATIONS



ANGLE OF BULK PLANE

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NOTES & TABULATIONS

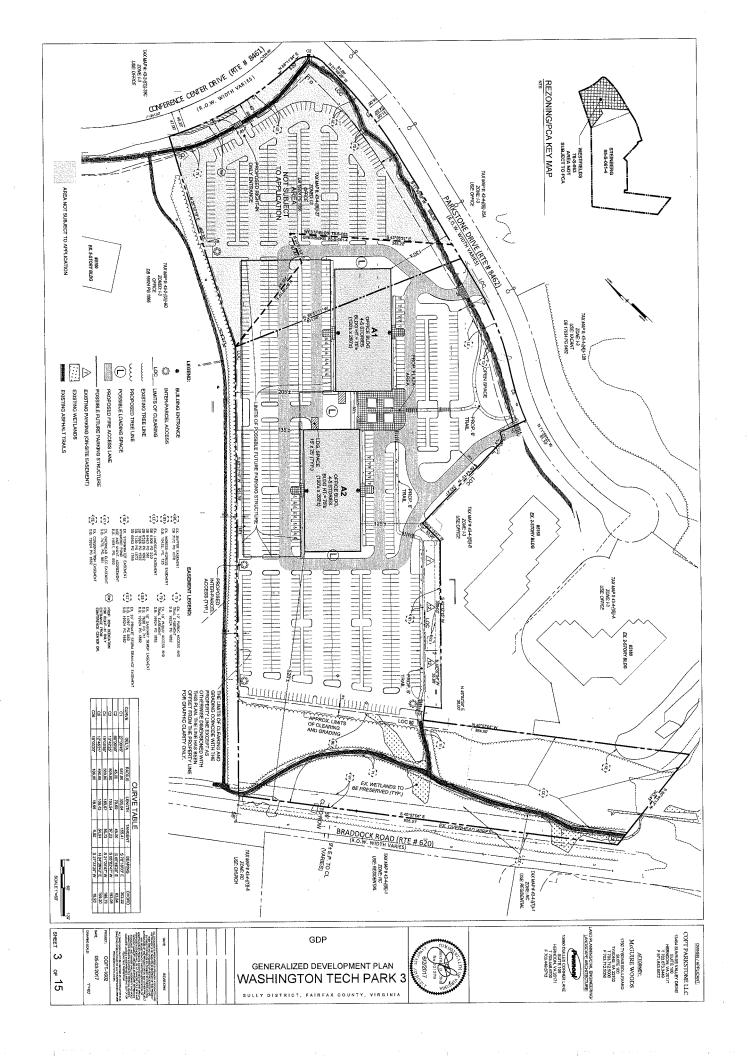
GENERALIZED DEVELOPMENT PLAN WASHINGTON TECH PARK 3

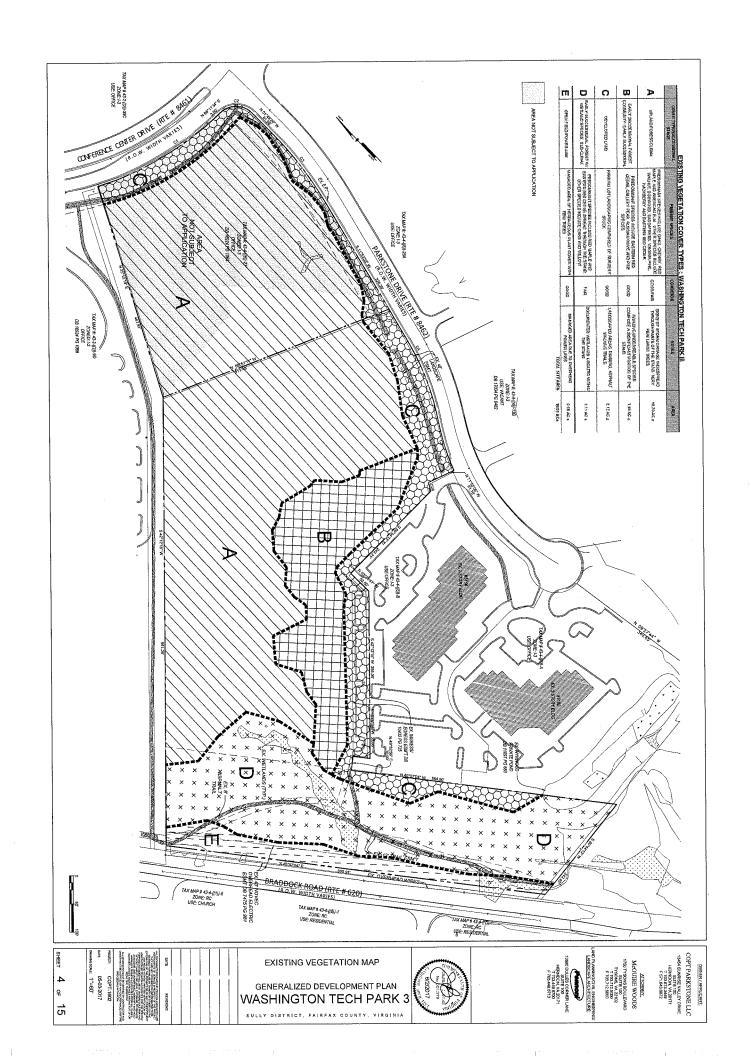
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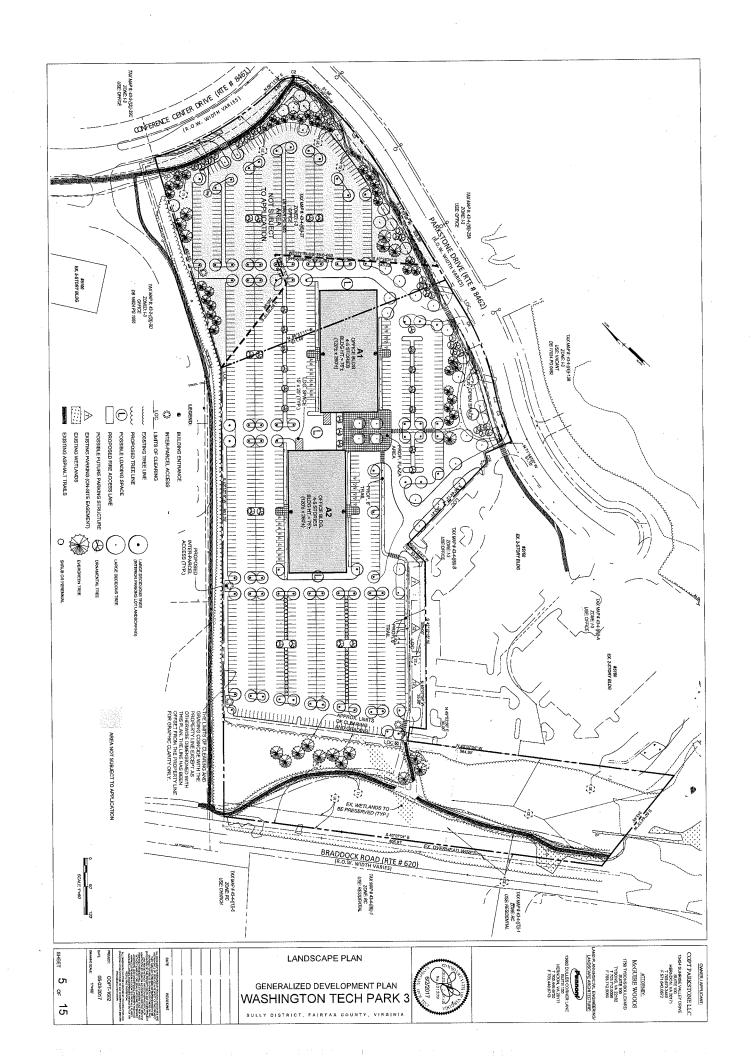
***THEORY | COUNTY | 1750 TYSONIS BOULEVARD SUITE 100 TYSONIS, VA 22102 T 703,712,5000 F 703,712,5050 COPT PARKSTONE LLC
13454 SUMBISE VALLEY DRIVE
SUITE 100
HERWIDON, VA 20171
1 7020 5733446
F 571,643,0872

ATTORNEY:
McGUIRE WOODS

OWNER / APPLICANT







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LANDSCAPE NOTES AND CALCS

GENERALIZED DEVELOPMENT PLAN WASHINGTON TECH PARK 3





ATTORNEY:
McGUIRE WOODS
1750 TYSONS BOULEVARO
SUTE 150
TYSONS, No 22002
TYSONS, NO 22002
F 703/12.5000
F 703/12.5000

COPT PARKSTONE LLC
1344 SUNRISE VALLEY DRIVE
SUITE 100
HERROON, VA 2017;
1 770,973,3440
F 571,643,0872 DWNER / APPLICANT:

FAIRFAX COUNTY REZONING SWM CHECKLIST:

This information is required under the following Zoning Ordinance Sections: in belanig kieraderi e rezisel de labora or proded i al zoolog pojicatora, or a seise respond of te admission vegeranen suh jadiscon ordi be edebos, kiera (Weston all la vode spon asponsis); Falins is admissibly discoss te vegeran damission intradisco moj positi in 4 delaj în prozenting finis application.

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APPROVED STORMWATER DETENTION EXCEPTION



County of Fairfax, Virginia

年 61 2015

Halinan A. Casara, P.L. Personni Aranchius Inc. 14532 Lee Roud Chandiby, Vispinin 2015

Subject: Windingsin Tead Suck I, 51 (Winding C), The Stop (SAI) 4.184-4837 & CCT78; Sully Director

Refrence: Steinweite Dismites Surgice 45.775-885-8-1-4214-8

Peac Me Castero

The informact summisser detanlate exceptible request has been reviewed and involved the remistratory whit the Thomewater Managempa Chilineary (NYMO) Friedric County Code saction 194-6-1. Bunds on the justifications provided, the Director has discussional that:

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WATER QUANTITY COMPLIANCE

ADEQUATE OUTFALL

Meliniss A. Cosso. F.II. Stormwater Defension Biocepton 465.78-WEVID-134-1 Page I of I

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Please expere that a copy of this letter is made a past of the substitued plan.

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THE COMPUTATIONS ARE PROVIDED TO SHOW THAT THE STEE METS THE GENERAL WITER TO PETHE STORMANIES MANAGEMENT WITH THIS APPLICATION DOCUMENT, AND THAT THE FINAL ENGINEERING WILL MEET ALL THE STORMANIES MANAGEMENT REQUIREMENTS AND GOALS OF THIS PLAN.

FAIRFAX COUNTY STORMWATER MANAGEMENT NARRATIVE

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WATER QUALITY COMPLIANCE

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NOTES, LETTERS & SWM NARRATIVE

GENERALIZED DEVELOPMENT PLAN WASHINGTON TECH PARK 3



LANDSCAPE ARCHITECTURE,
LANDSC

19454 SUNRISE VALLEY DRIVE SUITE 100 HERIODII, VA 20171 T 703 573,348 F 571 843,0872

COPT PARKSTONE LLC

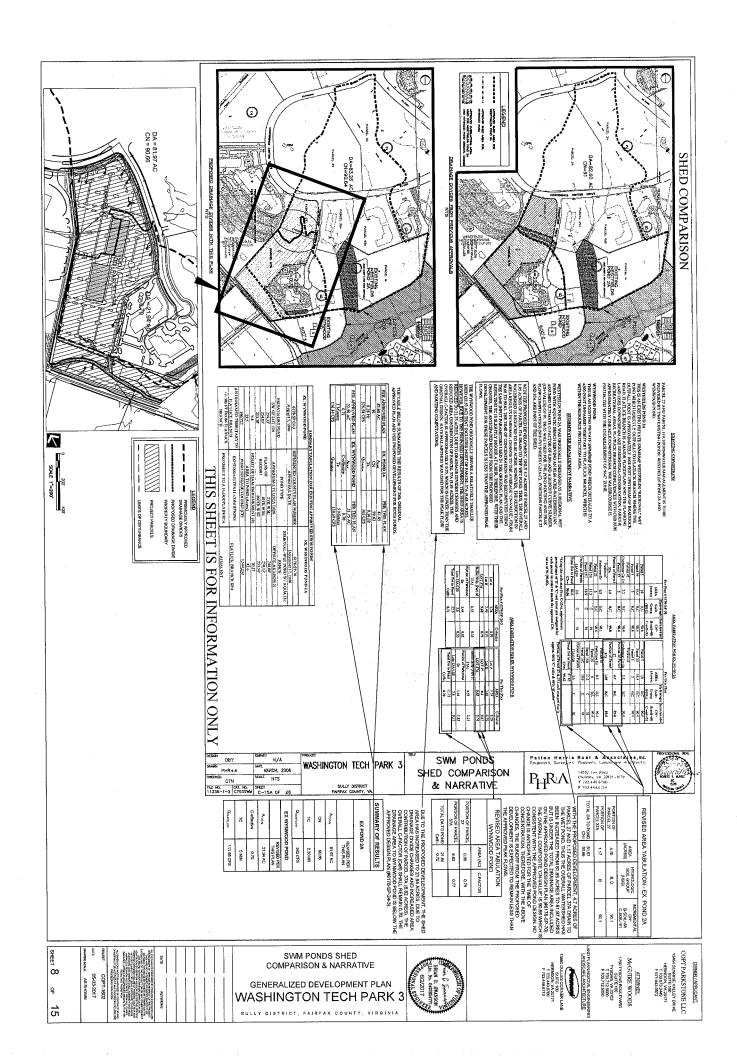
OWNER / APPLICANT:

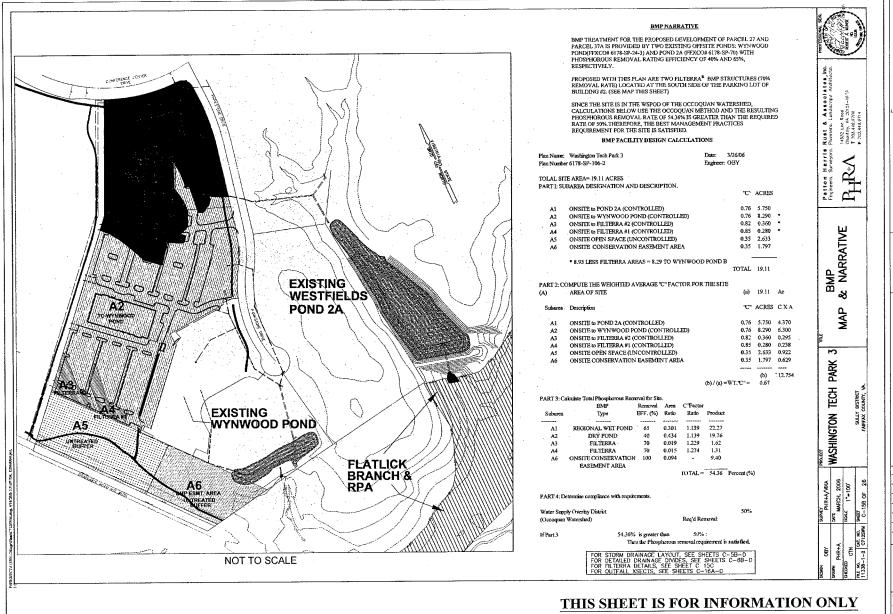
1750 TYSONS BOULEVARD SUITE 100 TYSONS, VA 22102 T 703,712,5000 F 703,712,5050 McGUIRE WOODS

SHEET 7 of

5

05-03-2017 AS SHOWN COPT-1602





OWNER / APPLICANT:

COPT PARKSTONE LLC 13454 SUNRISE VALLEY DRIVE SUITE 100

> ATTORNEY: McGUIRE WOODS

1750 TYSONS BOULEVARD SUITE 100

ND PLANNING/CIVIL ENGINEERI LANDSCAPE ARCHITECTURE:

BRIAN D. SWANSON Lie. No. 0402054771 6/2/2017

က BMP MAP & NARRATIVE INFO

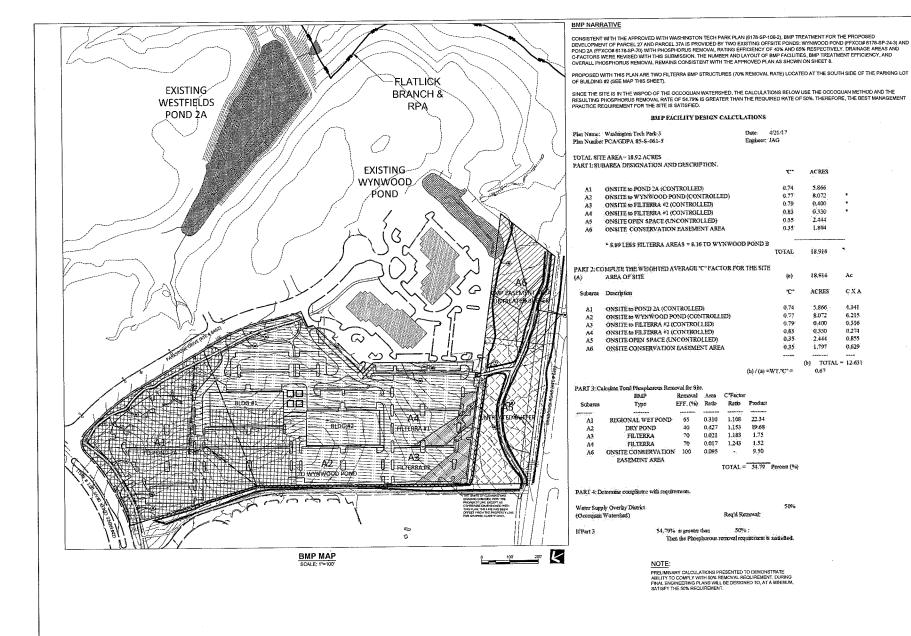
GENERALIZED DEVELOPMENT PLAN WASHINGTON TECH PARK

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COPT-1602 05-03-2017 DRAWING SCALE: AS SHOWN

SEE SHEET 10 FOR REVISED BMP MAP & NARRATIVE.

SHEET 9 оғ 15



OWNER / APPLICANT:

COPT PARKSTONE LLC

13454 SUNRISE VALLEY DRIVE SUITE 100 HERNDON, VA 20171 T 703.673.3449 F 571.643.0872

ATTORNEY:
McGUIRE WOODS

1750 TYSONS BOULEVARD SUITE 100 TYSONS, VA 22102 T 703.712.5000

LAND PLANNING/CIVIL ENGINEERIN LANDSCAPE ARCHITECTURE:

> 13880 DULLES CORNER LANE SUITE 100 HERNDON, VA 20171 T 703,449,6700 F 703,449,6713



REVISED BMP MAP & NARRATIVE
GENERALIZED DEVELOPMENT PLAN
WASHINGTON TECH PARK 3

DATE REVISIONS

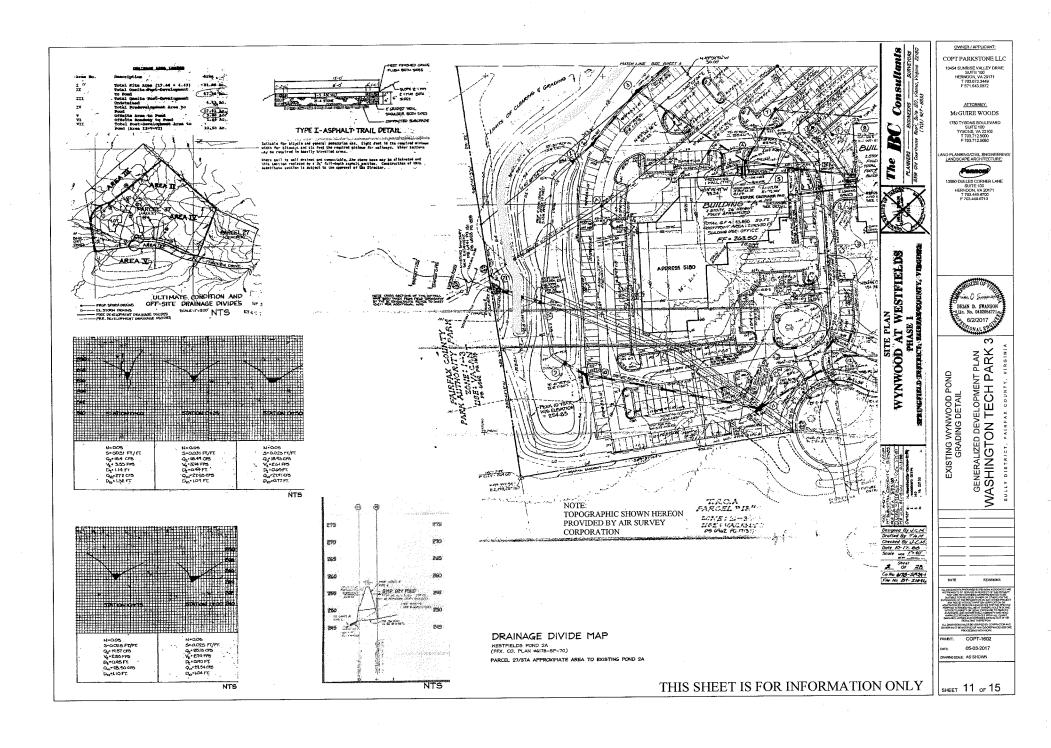
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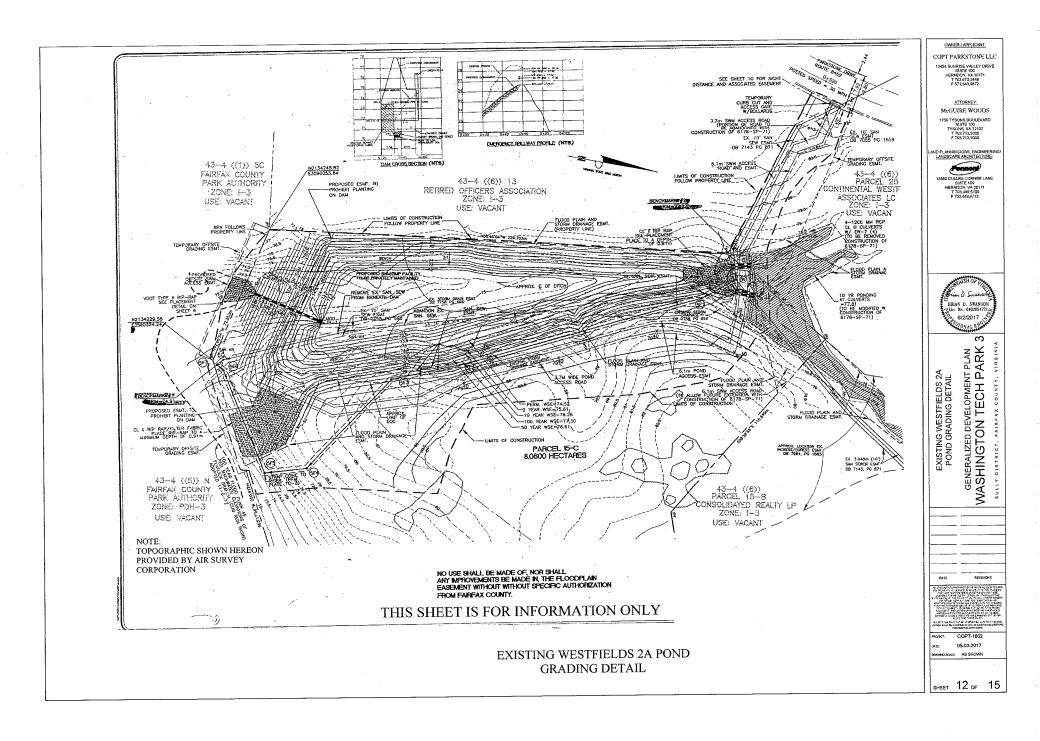
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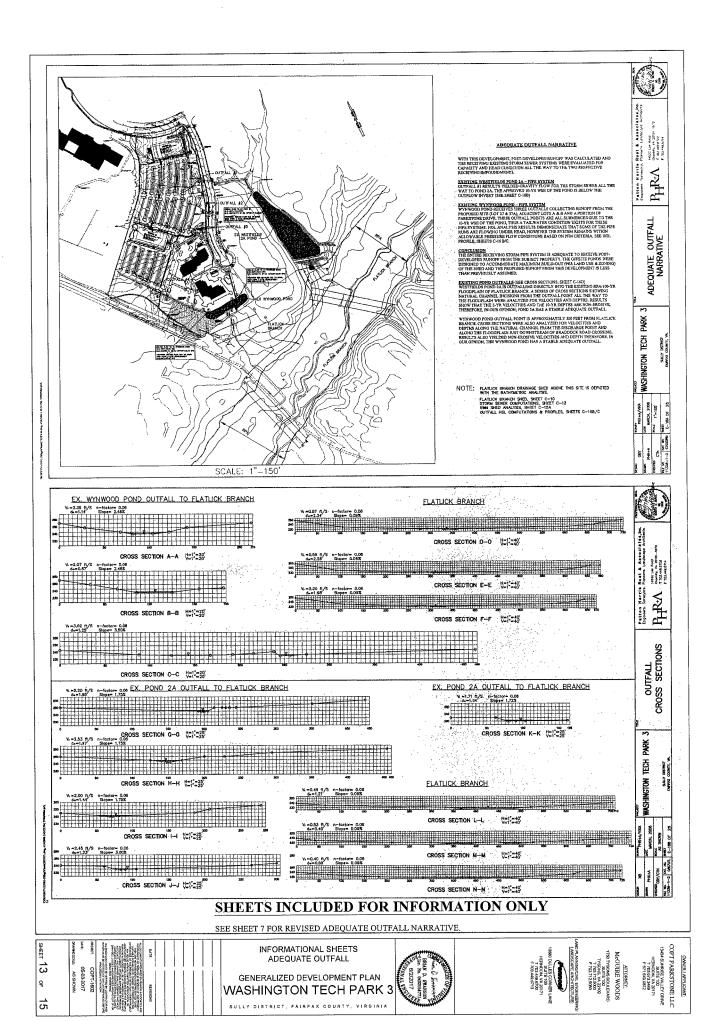
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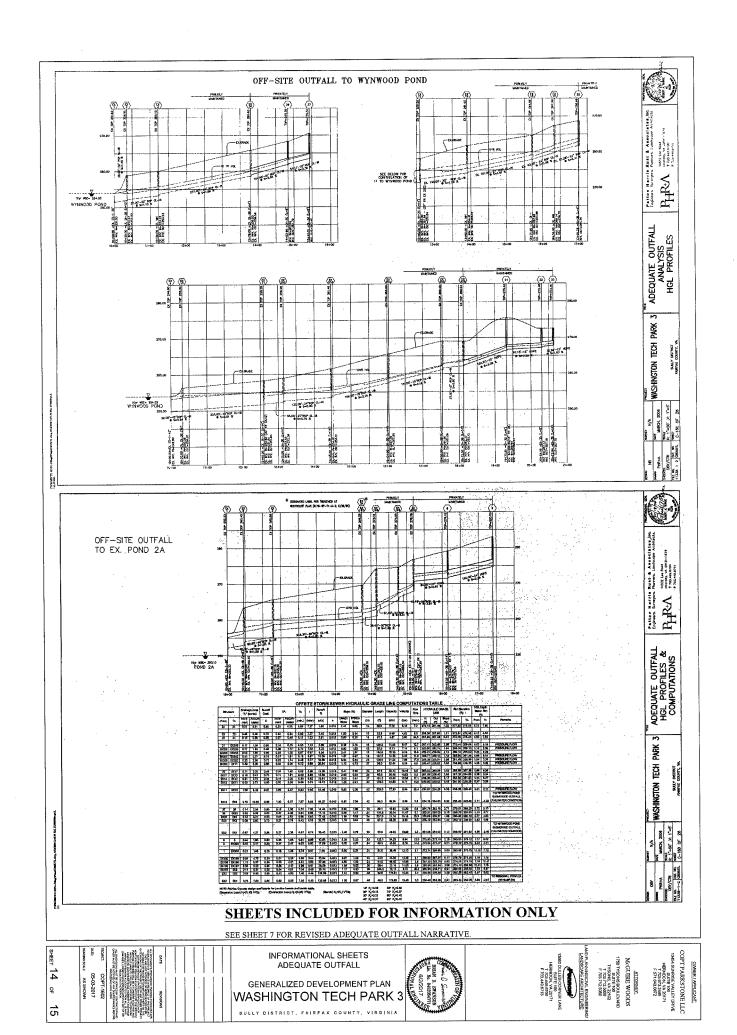
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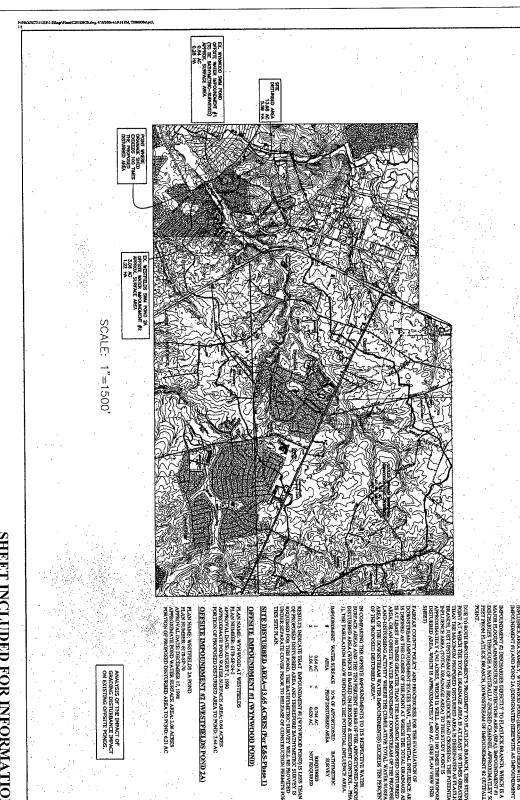
SHEET 10 OF 15











SHEET INCLUDED FOR INFORMATION ONLY

SEE SHEET 7 FOR REVISED ADEQUATE OUTFALL NARRATIVE.

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INFORMATIONAL SHEETS ADEQUATE OUTFALL

WASHINGTON TECH PARK 3

GENERALIZED DEVELOPMENT PLAN WASHINGTON TECH PARK 3



BATHYMETRIC ANALYSIS





 $P_HR\Lambda$

BATHYMETRIC ANALYSIS:

COPT PARKSTONE LLC
13454 SUNRISE VALLEY DRIVE
SUITE 100
HERNDON, VA. 20171
1 700.8073.049
F 571.843.0872

Alfr to In Eller 6/6/17

REZONING AFFIDAVIT

| • | DAT | E: MAY 9 ZUII | • |
|---|---|--|---|
| | | (enter date affidavit is notarized) | • |
| I. Lori R. Greenlief | | . d | o hereby state that I am an |
| (enter name of | f applicant or | authorized agent) | |
| | | • | |
| (check one) | | icant icant's authorized agent listed in Par. 1 | (a) below |
| in Application No.(s) | <u>.</u> | | |
| | | er County-assigned application number | (s), e.g. RZ 88-V-001) |
| | | | |
| and that, to the best o | f my knowle | dge and belief, the following information | on is true: |
| | | | . · |
| application,* a and all ATTO behalf of any (NOTE: All a Multiple relation) | and, if any of PRNEYS and of the forego relationships may the Owner, et | PURCHASERS, and LESSEES of the foregoing is a TRUSTEE, ** each REAL ESTATE BROKERS, and all ing with respect to the application: to the application listed above in BOL be listed together, e.g., Attorney/Age to. For a multiparcel application, list the in the Relationship column.) | BENEFICIARY of such trust, I AGENTS who have acted on D print must be disclosed. nt, Contract Purchaser/Lessee, |
| NAME (enter first name, middl last name) | e initial, and | ADDRESS (enter number, street, city, state, and zip | code) RELATIONSHIP(S) (enter applicable relationships listed in BOLD above) |
| COPT Parkstone, LLC Agent: William A. Matara Jason J. Krawieck Charles J. Fiala, J | d | 6711 Columbia Gateway Drive, Suite 300 Columbia, MD 21046 | Applicant/Title Owner of Tax Map 43-((6)) 27 (part), 37A |
| Pennoni Associates Inc. Agent: Brian D. Swanson Douglas R. Kenne Thomas Davis Ru Aaron S. George, | dy, PE st, PE | 13880 Dulles Corner Lane, Suite 100 Herndon, VA 20171 | Engineer/Agent for Applicant |

(check if applicable)

David H. Steigler, PLA, AICP Jonathan D. Bondi, PLA, CA

- [\(\mathcal{I}\)] 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: <u>Name of trustee</u>, Trustee for (<u>name of trust</u>, <u>if applicable</u>), for the benefit of: (<u>state name of each beneficiary</u>).

| Раде | 1 | ٥f | 1 |
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Rezoning Attachment to Par. 1(a)

| | DATE: | MAY | 5 2017 | | |
|--------------------------|-------------|---------------|------------------|-----------|--|
| for Application No. (s): | | (enter date a | ffidavit is nota | rized) | |
| | (enter Coun | ty-assigned | application nu | mber (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)

McGuireWoods LLP Agents: Scott E. Adams David R. Gill

Nicholas W. Nunn Jonathan P. Rak Gregory A. Riegle Kenneth W. Wire Sheri L. Akin Lori R. Greenlief Megan C. Rappolt

ADDRESS

(enter number, street, city, state, and zip code)

1750 Tysons Boulevard, Suite 1800 Tysons, VA 22102

RELATIONSHIP(S)

(enter applicable relationships listed in **BOLD** above)

Attorney/Agent for Applicant Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Planner/Agent Planner/Agent Planner/Agent

(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

MAY 5 2017

| | DATE: MAY 2 ZU1/ (enter date affidavit is notarized) |
|--------------------------|---|
| £ A. | |
| ior A | pplication No. (s): (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: |
| | <u>TE</u> : Include SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE ESTMENT TRUSTS herein.) |
| | CORPORATION INFORMATION |
| COPT 6711 (| TE & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code) Parkstone, LLC Columbia Gateway Drive, Suite 300 nbia, MD 21046 |
| DES | CRIPTION 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. |
| NAM | IES OF SHAREHOLDERS: (enter first name, middle initial, and last name) |
| Corpo | orate Office Properties, L.P., sole shareholder |
| Stephe SVP-A SVP-C | IES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, President, Secretary, Treasurer, etc.) en E. Budorick, President/CEO; Paul R. Adkins, EVP/COO; Anthony (nmi) Mifsud; EVP/CFO; William S. Barroll, Managing Asset Management & Leasing; Charles J. Fiala, Jr., Managing SVP-Government Services; Marco E. Greenberg, Managing Commercial Development; Stephanie L. Shack; CAO/Controller; David L. Finch, Secretary; Scott D. Robuck, Treasurer; Gregory J. CAO/Controller |
| (check | k if applicable) [There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form. |
| succes has no CONT | Il listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down sively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders shareholder owning 10% or more of any class of stock. In the case of an APPLICANT, TITLE OWNER, TRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown conclude 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: MAY 5 2017 |
|---------------------------------------|--|
| | (enter date affidavit is notarized) |
| for Application | |
| | (enter County-assigned application number (s)) |
| Pennoni Associat | |
| 13880 Dulles Con Herndon, VA 20 | rner Lane, Suite 100 171 |
| DESCRIPTIO | ON 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 T | THE SHAREHOLDER: (enter first name, middle initial, and last name) |
| Pennoni Associate employee owns 10 | es Inc. (PAI) Emplyee Stock Option Plan (ESOP). All employees are eligible plan participants; however, no one 0% or more any class of stock. |
| | |
| Tresident, vice | e-President, Secretary, Treasurer, etc.) |
| NAME & ADI | DRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code) |
| | |
| · · | |
| | N 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 <u>more than 10</u> shareholders, but <u>no shareholder owns 10% or more</u> of any class of stock issued by said corporation, and <u>no shareholders are listed below</u> . |
| | |
| NAMES OF T | HE SHAREHOLDERS: (enter first name, middle initial, and last name) |
| · | |
| , | |
| | |
| | OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.gPresident, Secretary, Treasurer, etc.) |
| • | |
| | |
| (check if applica | ble) [] There is more corporation information and Par. 1(b) is continued further on a |
| chook it applica | "Rezoning Attachment to Par. 1(b)" form. |

REZONING AFFIDAVIT

MAY

DATE:

5 2017

| | (enter date affidavit is notarized) | | |
|--------------------------|---|-----|--|
| | | . * | |
| for Application No. (s): | | | |
| | (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 Boulevard, Suite 1800
Tysons, 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. Allen, Joel S. Anderson, Arthur E., II Anderson, James M., III Anderson, Mark E. Andre-Dumont, Hubert Atty, Lisa A. Bagley, Terrence M. | Barger, Brian D. Barrett, John M. Becker, Scott L. Beldner, Sabrina A. Bell, Craig D. Bilik, R. E. Blank, Jonathan T. Boardman, J. K. | Brenner, Irving M. Brooks, Edwin E. Brose, R. C. Burk, Eric L. Busch, Stephen D. Cabaniss, Thomas E. Capwell, Jeffrey R. Carter, Jean G. |
|--|---|--|
| Bancroft, Josiah A. | Brantley, Bryan C. | Cason, Alan C. |
| | | |

(check if applicable) [1] 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: | MAY 5 2017 | • | • | | |
|----------------------------|---------------|--------------------------|-------------|---|--|--|
| <u> </u> | (ei | nter date affidavit is n | otarized) | | | |
| for Application No. (s): _ | (enter County | y-assigned application | number (s)) | | | |
| | (chici 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, VA 22102

(check if applicable) [1] 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)

Finkelson, David E.

Chaffin, Rebecca S. Chapman, Jeffrey J. Clark, Jeffrey C. Cockrell, Geoffrey C. Collins, Darren W. Cook, Jason W. Covington, Peter J. Cramer, Robert W. Cromwell, Richard J. Culbertson, Craig R. Cullen, Richard (nmi) Daglio, Michael R. De Ridder, Patrick A. DiMattia, Michael J. Dooley, Kathleen H. Dossa, Mehboob R. Downing, Scott P. Edwards, Elizabeth F. Ensing, Donald A. Evans, Gregory L. Evans, Jason D. Ey, Douglas W., Jr. Farrell, Thomas M. Feller, Howard (nmi) Finger, Jon W.

Flannery, Diane P. Foley, Douglas M. Fox, Charles D., IV Frank, Hannah T. Fratkin, Bryan A. Freedlander, Mark E. Fuhr, Joy C. Gambill, Michael A. Glassman, Margaret M. Gold, Stephen (nmi) Goldstein, Philip (nmi) Goydan, William E. Grant, Richard S. Greene, Adam J. Greene, Christopher K. Greenspan, David L. Greis, Jason S. Gresham, A. B. Grieb, John T. Haas, Cheryl L. Hackett, Mary J. Hampton, Charles B. Harmon, Jonathan P. Harmon, T. C.

Hartsell, David L. Hatch, Benjamin L. Hatcher, J. K. Hayden, Patrick L. Hayes, Dion W. Hedrick, James T., Jr. Hilton, Robert C. Horne, Patrick T. Hornyak, David J. Hosmer, Patricia F. Howard, Justin D. Hughes, John L., Jr. Jackson, J. B. Jewett, Bryce D., III Justus, J. B. Kahn, Brian A. Kanazawa, Sidney K. Kane, Matthew C. Kang, Franklin D. Kannensohn, Kimberly J. Katsantonis, Joanne (nmi) Keeler, Steven J. Keene, D. B. Kelly, Brian J. Kilpatrick, Gregory R.

(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: MAY 5 2017 | | |
|--------------------------|--|---|--|
| for Application No. (s): | (enter date affidavit is notarized) | • | |
| · | (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, VA 22102

(check if applicable) [] The above

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)

McFarland, Robert W.

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. Lapp, David R. Lias-Booker, Ava E. Link, Vishwa B. Little, Nancy R. Lukitsch, Bethany G. Maddock, John H., III Mandel, Michael D. Manning, Amy B. Marshall, Harrison L., Jr. Marsico, Leonard J. Martin, Cecil E., III Martin, George K. Martinez, Peter W. Mathews, Eugene E., III Mayberry, William C. McCollough, Aaron G. McDonald, John G.

[/]

McGinnis, Kevin A. McIntyre, Charles W. McKinnon, Michele A. McLean, David P. McLean, J. D. McNab, S. K. McRill, Emery B. Michalik, Christopher M. Milianti, Peter A. Moldovan, Victor L. Muckenfuss, Robert A. Mullins, Patrick T. Nahal, Hardeep S. Namazie, Hamid R. Natarajan, Rajsekhar (nmi) Neale, James F. Nesbit, Christopher S. Newberg, Brad R. Newhouse, Philip J. O'Grady, John B. Older, Stephen E. Oostdyk, Scott C. Padgett, John D. Perzek, Philip J.

Peyton, Daniel L. Phillips, Michael R. Powell, David C. Pryor, Robert H. Pumphrey, Brian E. Purpura, Ryan T. Pusateri, David P. Rak, Jonathan P. Reid, Joseph K., III Richardson, David L. Riegle, Gregory A. Riley, James B., Jr. Riopelle, Brian C. Roach, Derek A. Roberts, Manley W. Rogers, Marvin L. Rohman, Thomas P. Rowan, J. P. Rusher, Mary Nash K. Russo, Angelo M. Rust, Dana L. Satterwhite, Rodney A. Scheurer, Philip C. Sellers, Jane W. Sethi, Akash D.

(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: | MAY 5 2017 | | |
|--------------------------|--------------|-------------------------|----------------|----|
| for Application No. (s): | . (0 | enter date affidavit is | notarized) | ٠. |
| | (enter Count | y-assigned application | on number (s)) | |

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

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

(check if applicable) [1] 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)

Shelley, Patrick M. Walker, Barton C. Simmons, L. D., II Walker, John T., IV Slone, Daniel K. Walker, Thomas R. Spitz, Joel H. Walker, W. K., Jr. Spitzer, Mark A. Walsh, Amber M. Spivey, Angela M. Westwood, Scott E. Stallings, Thomas J. Whelpley, David B., Jr. Stearman, Jennifer J. White, H. R., III Steen, Bruce M. White, Walter H., Jr. Steggerda, Todd R. Wilburn, John D. Stein, Marta A. Williams, Steven R. Stone, Jacquelyn E. Woodard, Michael B. Swan, David I. Wren, Elizabeth G. Symons, Noel H. Tarry, Samuel L., Jr.

Thanner, Christopher J. Thornhill, James A. *Does not own 10% or more Van Horn, James E. of McGuireWoods LLP

Visconsi Law Corporation, John R.* Wade, H. L., Jr.

Vance, Robin C. Vaughn, Scott P. Viola, Richard W.

Taylor, R. T.

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

Page 4 of 4

Rezoning Attachment to Par. 1(c)

| for Application No. (a) | DATE:(e | | 2017 avit is notarize | d) | |
|---|---------------|-----------------|-----------------------------------|---------------------|-----------------------|
| for Application No. (s): | (enter County | y-assigned app | lication number | er (s)) | |
| PARTNERSHIP NAME & | a ADDRESS: (| enter complete | name & numb | er, street, city, | state & zip code) |
| Corporate Office Properties, L.P. 6711 Columbia Gateway, Suite 300 Columbia, MD 21046 | | | | : | |
| (check if applicable) [] | The above-lis | sted partnershi | p has <u>no limite</u> | d partners. | |
| NAMES AND TITLES OF General Partner, Limited 1 | | | | lle initial, last n | ame, and title, e.g., |
| General Partner: Corporate Office Properties Trust | | | | | |
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| (check if applicable) [] | | | nformation and ar. 1(c)" form. | Par. 1(c) is con | ntinued further on a |

| | | REZONING AF | FIDAVII | | |
|--------|--|--|---|------------------|-------------------|
| | DAT | $_{\Gamma \! \! \! \! \! \! \! \! \! \! \! \! \! \! \! \! \! \! \!$ | 2017 | | |
| ٠ | | (enter date affida | avit is notarized) | - | |
| for Ap | pplication No. (s): | | • | | |
| | | ter County-assigned app | plication number(s)) | | |
| 1(d). | One of the following boxes <u>a</u> | must be checked: | | | |
| • | [] In addition to the name of any and all other incand beneficiary of a true PURCHASER, or LE | dividuals who own in tust) 10% or more of the | he aggregate (direct | tly and as a sha | reholder, partner |
| | • | | | | |
| | | | | | |
| | | | | .* | |
| | | | | | |
| | | | | • | |
| | | | | | |
| | [/] Other than the names I aggregate (directly and APPLICANT, TITLI | d as a shareholder, part | mer, and beneficiary | of a trust) 10% | % or more of the |
| 2. | That no member of the Fairf his or her immediate househ individually, by ownership of | old owns or has any fi | nancial interest in th | ne subject land | either |
| | partnership owning such lan | d. | m owning such land | , or unough un | microst in a |
| , | EXCEPT AS FOLLOWS: | (NOTE: If answer is | s none, enter "NON | E" on the line b | pelow.) |
| | | | | | |
| | NONE | | | • | |
| | | | | • | |
| | | • | | • | |
| | | | | | |
| | | | | | |
| | | TOTAL CONTRACTOR OF THE CONTRA | 1 . 1 . 1 | 1 D 0 ! 4 | d or - |
| | (check if applicable) [] | | erests to be listed an nent to Par. 2" form | | inued on a |

REZONING AFFIDAVIT

| | DATE: MAY 5 2017 (enter date affidavit is notarized) |
|-------------|--|
| | |
| for Ap | oplication No. (s): (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.) |
| | NONE |
| | |
| - | |
| | (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. |
| WITI | NESS the following signature: |
| | (check one) [] Applicant [/] Applicant's Authorized Agent |
| | Lori R. Greenlief, Senior Land Use Planner |
| | (type or print first name, middle initial, last name, and title of signee) |
| of <u>V</u> | ommission expires: 5/31/2020 The day of May 20 17, in the State/Comm. 20 17, in the State/Comm. Notary Public |
| · | Grace E. Chae Commonwealth of Virginia Notary Public Commission No. 7172971 My Commission Expires 5/31/2020 |