

REZONING AFFIDAVIT

DATE: June 22, 2018
(Enter date affidavit is notarized)

Sara V. Mariska, attorney/agent, 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

In Application No.(s) PF-08-18-MAC
(enter Town-assigned application number(s), e.g.
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) in	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed BOLD above)
Vienna Development Associates, LLC Agents: Robert Hekemian, Jr. Chris Bell	505 Main Street, Suite 400 Hackensack, NJ 07601	Applicant/Co-Title Owner of Tax Map 38-3 ((2)) 139, 140, 141, 141A
James C. Meng Lucy C. Meng	505 Main Street, Suite 400 Hackensack, NJ 07601	Co-Title Owners of Tax Map 38-3 ((2)) 139, 140, 141, 141A

(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)

D A T E : June 22, 2018

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NAME (enter first name, middle initial, and last name) in	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed BOLD above)
Walsh, Colucci, Lubeley & Walsh, P.C. Agents: Martin D. Walsh Lynne J. Strobel M. Catharine Puskar Sara V. Mariska Andrew A. Painter Robert D. Brant Nicholas V. Cumings Steven M. Mikulic Elizabeth D. Baker	2200 Clarendon Boulevard, Suite 1300 Arlington, VA 22201	Former Attorneys/Agents for Applicant Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Attorney/Agent Planner/Agent
Walter L. Phillips, Incorporated Agent: Karen L. White Aaron M. Vinson	207 Park Avenue Falls Church, VA 22046	Engineer/Agent
Mahan Rykiel Associates, Inc. Agents: Matt Renauld Scott Rykiel Ben Boyd	3300 Clipper Mill Road, #200 Baltimore, MD 21211	Landscape Architect/Agent
KTGY Group, Inc. Agents: Phillip Ratliff Chip Baker	8609 Westwood Center Drive, # 600 Tysons, VA 22182	Architect/Agent
M. J. Wells and Associates, Inc. Agents: William F. Johnson Brian J. Horan Lester E. Adkins III Kevin R. Fellin	1420 Spring Hill Road, #610 Tysons, VA 22102	Transportation Consultant/Agent
Womble Bond Dickinson (US) LLP	8065 Leesburg Pike, 4 th Floor Tysons Corner, VA 22182	Attorneys/Agents for Applicant

Agent: Sara V. Mariska
Julia (NMI) Kreyskop
Whitney L. Smith
Daniel R. Mackesey

(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.

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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, **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)

Vienna Development Associates, LLC
505 Main Street, Suite 400
Hackensack, NJ 07601

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 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)

Managing Member:	Members:
Robert Hekemian, Jr.	Bryan Hekemian, David Hekemian, Chris Bell

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

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

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

Rezoning Attachment to Par. 1(b)

DATE: June 22, 2018
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For Application No.(s): PF-08-18-MAC
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Mahan Rykiel Associates, Inc.
3300 Clipper Mill Road, #200
Baltimore, MD 21211

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

Scott Rykiel
Richard Jones
Cathy Snellinger

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

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

Walter L. Phillips, Incorporated
207 Park Avenue
Falls Church, VA 22046

DESCRIPTION OF CORPORATION: (check one statement)

☒ There are 10 or less shareholders, and all the shareholders are listed below.

☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class 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)

Brian G. Baillargeon (former), Jeffrey J. Stuchel, Aaron M. Vinson, Karen L. White

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

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

Rezoning Attachment to Par. 1(b)DATE: June 22, 2018

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For Application No.(s): PF-08-18-MAC

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)Walsh, Colucci, Lubeley & Walsh, P.C.
2200 Clarendon Boulevard, Suite 1300
Arlington, VA 22201**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 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 SHAREHOLDER:** (enter first name, middle initial, and last name)Wendy A. Alexander
David J. Bomgardner
E. Andrew Burcher
Thomas J. Colucci
Michael J. Coughlin
Peter M. Dolan, Jr.William A. Fogarty
John H. Foote
H. Mark Goetzman
Bryan H. Guidash
Michael J. Kalish
Michael R. KiefferSara V. Mariska
Charles E. McWilliams
J. Randall Minchew
Andrew A. Painter
M. Catharine Puskar
John E. RinaldiKathleen H. Smith
Lynne J. Strobel
Garth M. Wainman
Nan E. Walsh

NAMES OF OFFICERS AND DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice President, Secretary, Treasurer, etc.)**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)KTTY Group, Inc.
8609 Westwood Center Drive, Suite 600
Tysons, 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 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)Patricia Ann Esser
Jill Diane WilliamsChris S. Texter
David Senden

NAMES OF OFFICERS AND DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice President, Secretary, Treasurer, etc.)(check if applicable) ☒ There are more relationships to be listed 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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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

M. J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 610
Tysons, 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 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 SHAREHOLDER: (enter first name, middle initial, and last name)

M. J. Wells & Associates, Inc. is an Employee Stock Ownership Plan (ESOP). All employees are eligible Plan participants; however, no one employee owns 10% or more of any class of stock.

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

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

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

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

(check if applicable) ☐ There are more relationships to be listed and Par. 1(b) is continued further on a "Rezoning 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, number, street, city, state and zip code)

(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)

Reid C. Adams	W. F. Gaillard	Christopher A. Kreiner	James M. Powell
John M. Allen	John F. Garziglia	Shelton S. Laney	John E. Pueschel
Robert R. Ambler	Michael L. Gencarella	William E. Latham	Richard L. Rainey
David S. Anderson	Carroll A. Gibson	Jeffrey T. Lawyer	Claire J. Rauscher
Elizabeth K. Arias	Allan R. Gitter	Elizabeth C. Lee	Frederick W. Rom
William T. Babbitt	Eric K. Glidewell	George T. Lee	Pamela V. Rothenberg
Charles J. Baker	W. Clark Goodman	Christopher E. Leon	Louis J. Rouleau
Randall S. Baringer	Ellen Gregg Lebo	Robert M. Leonard	Philip S. Runkel
Grady M. Barnhall	Edward W. Griggs	Kurt E. Lindquist	Dean W. Rutley
Geoffrey K. Beach	Henry E. Grimball	Kenneth W. Logwood	William P. Sandridge
Merrick J. Benn	Christopher J. Gyves	Johnny M. Loper	Thomas J. Sawyer
Caressa D. Bennet	Jeffrey M. Hahn	Kevin R. Lyn	Scott A. Schaaf
Paul H. Billow	Kevin A. Hall	Daniel R. Mackesey	Mark E. Schamel
Mark C. Bolen	Hardin G. Halsey	Scott D. MacLatchie	James C. Scheller
Elizabeth J. Bondurant	David B. Hamilton	Michael J. Mallie	Kevin G. Shao
Mary W. Bourke	Randall A. Hanson	Kevin J. Mangan	Kenneth N. Shelton
Robert G. Brinkley	Debbie W. Harden	Kimberly K. Mann	Sudhir N. Shenoy
David P. Broughton	Thomas L. Harper	Carl B. Massey	Hayden J. Silver
Leslie E. Browder	Todd W. Harris	William C. Matthews	Gregory L. Smith
Charles A. Burke	Jeffrey S. Hay	David J. Mazza	Walter L. Smith
Robert D. Burton	Brian A. Hayles	David B. McCormack	Henry B. Smythe
Ryan W. Cagle	Mark P. Henriques	Julie B. Meigs	Susan M. Smythe
Thomas A. Cawley	Barry J. Herman	Keith J. Mendelson	Theresa M. Sprain
Theodore F. Claypoole	Danielle L. Herritt	Pressly M. Millen	Randel S. Springer
Jeffrey A. Cohen	Jack B. Hicks	Sandra L. Miller	Martin L. Stern
John C. Cooke	Jason C. Hicks	Jonathan T. Mize	Kimberly H. Stogner

James P. Cooney	Cathy A. Hinger	Philip J. Mohr	Sarah M. Stone
Cristin H. Cowles	Mark J. Horoschak	Michael Montecalvo	George L. Stradtman
David H. Crawford	Lewis G. Horton	James R. Morgan	Thomas S. Stukes
Melinda DavisLux	Sean D. Houseal	John F. Morrow	David S. Sudderth
Ronald R. Davis	Christopher M. Humphrey	Richard E. Morton	Michael J. Sullivan
Bradford A. De Vore	John M. Hunter	Keith D. Munson	Nellie S. Sullivan
Mark L. Desgrosseilliers	Eric S. Hyman	James D. Myrick	Stacie J. Sundquist
Lisa J. Dixon	Louis T. Isaf	Gary H. Nunes	Jeffrey L. Tarkenton
Christina U. Douglas	Deborah J. Israel	Mary E. O'Neill	Elizabeth O. Temple
Peter J. Duffley	Trent E. Jernigan	Daniel Q. Orvin	Joseph G. Tirone
Steven S. Dunlevie	Cyrus M. Johnson	Daniel E. Ovanezian	Eric J. Troutman
Lee M. Edwards	George D. Johnson	Mark J. Palchick	James F. Vaughan
Morris A. Ellison	Sharon M. Johnson	Alexander J. Park	Deborah M. Vernon
Jonathan M. Engram	Beth T. Jones	Morgan E. Persinger	Lester J. Vincent
Farzad Etemadamini	Christopher W. Jones	James K. Phillips	Matthew P. Ward
Shawn M. Flanagan	Jane Jeffries Jones	Graeme F. Philp	William R. Warnock
Joseph B. Flotz	Sarah A. Keefe	Joel G. Pieper	James E. Weatherholtz
Francis C. Ford	Rachel E. Keen	Robert S. Pierce	Kurt D. Weaver
Newton B. Fowler	Steven D. Kerr	Mark N. Poovey	Rory D. Whelehan
Jamile J. Francis	Eric T. King	Brent F. Powell	William R. Whitehurst
			Charles M. Wiley
			Carolyn S. Wilson
			James M. Wilson
			George C. Windham
			Stanley J. Wrobel
			David S. Yandle
			Stephanie L. Yarbrough
			Belton T. Zeigler

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

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

designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

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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 LESS*** of the land:

☒ Other than the names listed in Paragraphs **1(a)**, 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 LESS*** of the land:

2. That no member of the Town of Vienna Town Council, Board of Zoning Appeals, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individual, 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.

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(enter Town-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Town of Vienna Town Council, Board of Zoning Appeals, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership to 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.

None

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

(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 re-examine 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

Sara V. Mariska

(check one)

☐ Applicant

☒ Applicant's Authorized Agent

Sara V. Mariska, attorney/agent (type or print first name, middle initial, last name, and title of signer)

Subscribed and sworn to before me this 22nd day of June 2018, in the State/Comm. of Virginia County/City of Fairfax

Notary Public

Michelle A. Bateman

My commission expires:

5/31/2019

