

**CITY OF FAIRFAX
ZONING MAP AMENDMENT, PROFFER AMENDMENT,
OR MASTER DEVELOPMENT PLAN AMENDMENT APPLICATION**

I/We Capital City Real Estate LLC by G. Evan Pritchard, Attorney/Agent
(Name of applicant) (Authorized agent's name and relationship to applicant)

a corporation / general partnership / limited partnership / sole proprietorship/individual (circle one) which is the

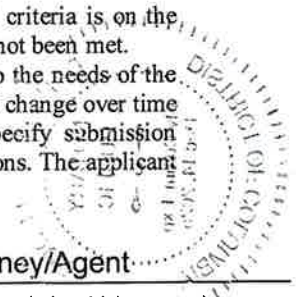
property owner / contract purchaser / lessee (circle one)

of Lots Part of Lot 2, Block _____, Section _____ of the Commonwealth Corp Ctr Subdivision containing 129,535 (Sq. Ft.) on the premises known as WillowWood requests that the property currently zoned CR be

rezoned to CU. This property is recorded in the land records of Fairfax County in the name of WillowWood Office Owner LLC in Deed Book 25440, Page 0407.
(Name and address of subject property)

I certify that I have read and understand my application to comply with Zoning Ordinance Section 6.2.3.C Application Requirements, which states:

1. An application shall be sufficient for processing when it contains all of the information necessary to decide whether or not the development as proposed will comply with the applicable requirements of this chapter.
2. The burden of demonstrating that an application complies with applicable review and approval criteria is on the applicant. The burden is not on the city or other parties to show that the standards or criteria have not been met.
3. Each application is unique and, therefore, more or less information may be required according to the needs of the particular case. Information needs tend to vary substantially from application to application and to change over time as result of code amendments and review procedure changes. Staff has the flexibility to specify submission requirements for each application and to waive requirements that are irrelevant to specific situations. The applicant shall rely on the review official as to whether more or less information should be submitted."



[Handwritten Signature]
(Signature of applicant or authorized agent)

Attorney/Agent
(Title or relationship)

Address Cozen O'Connor, 1200 19th Street, NW, Washington, DC Phone 703-304-0430

Email epritchard@cozen.com

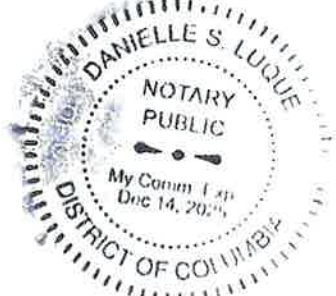
District of Columbia
STATE OF VIRGINIA to-wit:

I, the undersigned, a Notary Public in and for the State aforesaid, whose commission as such will expire on the 14th day of December, 2025, do hereby certify that this day personally appeared before me in the State aforesaid G. Evan Pritchard Attorney/Agent
(Name) (Title)

whose name(s) is (are) signed to the foregoing and hereunto annexed agreement bearing date of the 22nd day of July, 2022, and acknowledged the same before me.

GIVEN under my hand and seal this 22nd day of July, 2022.

[Handwritten Signature]
Notary Public Registration # _____



THE FOLLOWING MUST BE COMPLETED BY THE PROPERTY OWNER

I/We WillowWood Office Owner LLC by G. Evan Pritchard attorney/agent hereby certify that the applicant named above has the authority vested by me to make this application.

[Signature]
(Signature of owner or authorized agent)

Agent/Attorney
(Title or relationship)

Address 707 D Conner, 1200 19th Street, NW
Washington, DC 20036

Phone: 703-301-0430

District Of Columbia:
STATE OF VIRGINIA to-wit:

I, the undersigned, a Notary Public in and for the State aforesaid, whose commission as such will expire on the 14th day of December, 2025, do hereby certify that this day personally appeared before me in the State aforesaid G. Evan Pritchard Attorney/Agent
(Name) (Title)

whose name(s) is (are) signed to the foregoing and hereunto annexed agreement bearing date of the 22nd day of July, 2022, and acknowledged the same before me.

GIVEN under my hand and seal this 22nd day of July, 2022.

[Signature]
Notary Public Registration # [Signature]



FOR OFFICE USE ONLY

Proposal filed: _____ Received by: _____
Fee Paid: _____ Receipt No. _____
Previous Cases: _____
Current status of business license and fees: _____
Treasurer: _____
Commissioner of Revenue: _____





Received on 7/22/2022

City of Fairfax – Community Development and Planning
10455 Armstrong Street #207A Fairfax, VA 22030
Phone: 703-385-7820

Application #: Z-22-00583, SU-22-00584 & SE-22-00585
Receipt #: 14722

LAND USE APPLICATION

- NON REFUNDABLE FEE -

Special Use Special Exception Variance Amendment Renewal

1. PROPERTY LOCATION INFORMATION

Property Address 10306 Eaton Place Tax Map # Part of 47 4 02 02 002
Project Name N29 WillowWood Plaza Residential Phase I Project Description To permit residential infill development on existing surface parking lots in WillowWood office complex. A multifamily building with approximately 278 multifamily units, three (3) live-work units, and accessory parking garage are proposed.

2. APPLICANT or AUTHORIZED AGENT INFORMATION (check as appropriate)

Applicant Name Capital City Real Estate LLC (circle one: Corporation / Gen Partnership / Ltd Partnership / Sole Proprietorship / Individual)
Applicant Address c/o Cozen O'Connor, 1200 19th Street, NW, Washington, DC 20036
Phone (o) 703-304-0430 (c) _____ Email epritchard@cozen.com
Applicant or Authorized Agent Signature [Signature]
Relationship to project (circle one): Property owner / Contract purchaser / Lessee / Agent

3. APPLICANT CERTIFICATION STATEMENT Section 110-6.2.3

I certify that I have read and understand my application to comply with Zoning Ordinance Section 6.2.3 which states that an application shall be sufficient for processing when it contains all of the information necessary to decide whether or not the development as proposed will comply with the applicable requirements of this chapter; that the burden of demonstrating that an application complies with applicable review and approval criteria is on the applicant; that each application is unique and, therefore, more or less information may be required according to the needs of the particular case; that staff has the flexibility to specify submission requirements for each application and to waive requirements as appropriate; and that the applicant shall rely on the review official as to whether more or less information should be submitted.

Applicant or Authorized Agent Signature (REQUIRED) [Signature] Date 7/22/22

4. ENGINEER, ARCHITECT, SURVEYOR or LANDSCAPE ARCHITECT (Same as Applicant)

Licensed Professional's Name John Rinaldi
Licensed Professional's Address Christopher Consultants Ltd., 9900 Main Street, Suite 400, Fairfax, VA
Phone (o) 703-766-3912 (c) _____ Email johnrinaldi@ccl-eng.com

*****OFFICE USE ONLY*****

Current status of business license and fees
Treasurer: _____
Commissioner of Revenue: _____

**AFFIDAVIT
CITY OF FAIRFAX**

I, Capital City Real Estate LLC, by G. Evan Pritchard, Attorney/Agent do hereby make oath or affirmation that
(Name of applicant or agent)

I am an applicant in Application Number _____ and that to the best of my knowledge and belief, the following information is true:

1. (a) That the following is a list of names and addresses of all applicants, title owners, contract purchasers, and lessees of the property described in the application, and if any of the foregoing is a trustee, each beneficiary having an interest in such land, and all attorneys, real estate brokers, architects, engineers, planners, surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the application (attach additional pages if necessary):

Name	Address	Relationship
Capital City Real Estate LLC	3000 K Street, NW, Suite 270 Washington, DC 20007	Applicant/Contract Purchaser
WillowWood Office Owner LLC	c/o Ares US Real Estate Fund IX LP, 245 Park Ave 42nd Floor	Owner
Cozen O'Connor	1200 19th Street, NW, Washington, DC	Attorney

*See Attachment

(b) That the following is a list of the stockholders of all corporations of the foregoing who own ten (10) percent or more of any class of stock issued by said corporation, and where such corporation has ten (10) or less stockholders, a listing of all the stockholders (attach additional pages if necessary):

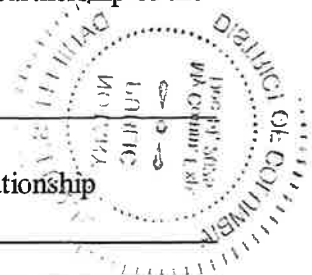
Corporation Name: _____

Name	Address	Relationship
*See Attachment		

(c) That the following is a list of all partners, both general and limited, in any partnership of the foregoing (attach additional pages if necessary):

Partnership Name: _____

Name	Address	Relationship



2. That neither the Mayor nor any member of the City Council, Planning Commission, BZA, or BAR has any interest in the outcome of the decision. EXCEPT AS FOLLOWS: (If none, so state).

none

3. That within five (5) years prior to the filing of this application, neither the Mayor nor any member of the City Council, Mayor, Planning Commission, BZA, or BAR or any member of his or her immediate household and family, either directly or by way of a corporation or a partnership in which anyone of them is an officer, director, employee, agent, attorney, or investor has received any gift or political contribution in excess of \$100 from any person or entity listed in paragraph one. EXCEPT AS FOLLOWS: (If none, so state).

none

WITNESS the following signature:


Applicant or Agent

ALL APPLICANTS MUST SIGN AND HAVE THEIR SIGNATURES NOTARIZED.

The above affidavit was subscribed and confirmed by oath or affirmation before me on this 22nd day of July, 2022, in the State of District of Columbia

My commission expires:
December 14, 2025


Notary Public Registration #



EQUITABLE OWNERSHIP DISCLOSURE STATEMENT

I. GENERAL DISCLOSURE REQUIREMENTS

In accordance with § 6.2.3.B of the Zoning Ordinance, any application for a change in zoning shall include as part of the application a statement on a form provided by the zoning administrator providing complete disclosure of the legal and equitable ownership in any real estate to be affected by the requested change in zoning.

In the case of corporate ownership of real estate, the disclosure shall include the names of stockholders, officers and directors and in any case the names and addresses of all the real parties in interest; provided, however, that the requirement of listing the names of stockholders, officers and directors shall not apply to a corporation whose stock is traded on a national or local stock exchange and having more than 500 shareholders. Such disclosure shall be sworn to under oath before a notary public or other official before whom oaths may be taken.

II. IDENTIFICATION OF REAL PROPERTY AFFECTED

<u>Map Number</u>	<u>Parcel Number</u>	<u>Street Address</u>	<u>Current Owner of Record</u>
47 4 02 02 002		10306 Eaton Place	WillowWood Office Owner LLC

III. DESCRIPTION OF CHANGE IN ZONING REQUESTED

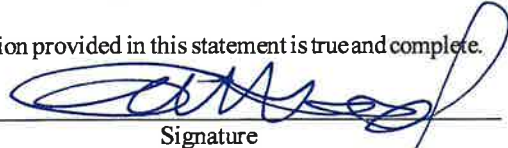
Completely describe the action being requested, attach narrative if desired.
Rezoned the property from the CR to CU zone to permit residential development with a multifamily residential building with approximately 278 units and three (3) live-work units. See the enclosed Statement of Support.

IV. SPECIFIC EQUITABLE OWNERSHIP DISCLOSURE

The following individuals have legal and equitable ownership in the real estate to be affected by the requested change in zoning. (Include name, address and telephone number)
WillowWood Office Owner LLC c/o Ares US Real Estate Fund IX LP, 245 Park Ave 42nd Floor, NY, NY 10167

THE DISCLOSURE MADE ON THIS FORM IS IN ACCORDANCE WITH § 110-5 (D) OF THE CODE OF THE CITY OF FAIRFAX MUST BE SWORN UNDER OATH BEFORE A NOTARY PUBLIC OR OTHER OFFICER BEFORE WHOM OATHS MAY BE TAKEN. ALL APPLICANTS MUST SIGN AND HAVE THEIR SIGNATURE NOTARIZED. ATTACH A SEPARATE SHEET IF NECESSARY.

I hereby swear to the best of my knowledge that the information provided in this statement is true and complete.


Signature

Subscribed and sworn before me this 22nd day of July, 2022
My commission expires: December 14, 2025


Notary Public Registration #



Capital City Real Estate LLC
 Zoning Map Amendment
 Affidavit Attachment to p. 7

1(a) cont:

Name	Address	Relationship
Capital City Real Estate LLC, Agents: Chris Love, Bryan Jacob, Scott Zimmerman	3000 K street, NW Suite 270 Washington, DC 20007	Applicant/Contract Purchaser
WillowWood Office Owner LLC c/o Ares US Real Estate Fund IX, LP	245 Park Avenue, 42 nd Floor New York, NY 10167	Owner
Cozen O'Connor Agents: G. Evan Pritchard, Meridith H. Moldenhauer, Eric J. DeBear	1200 19 th Street, NW Washington, DC 20036	Attorney
Christopher Consultants Ltd. Agents: Giovanni (John) B. Rinaldi, John Helms, Laurie Beth Donnachie	4035 Ridge Top Road Suite 601 Fairfax, VA 22030	Civil Engineer
Hickok Cole Architects, Inc. Agents: John Lang, Starr Ashcraft	1023 31 st Street, NW Washington, DC 20007	Architect
Wells + Associates Agents: Michael J. Workosky, John F. Cavan	1420 Spring Hill Road, Suite 610, Tysons, VA 22102	Traffic Engineer

1(b) That the following is a list of the stockholders of all corporations of the foregoing who own ten (10) percent or more of any class of stock issued by said corporation, and where such corporation has ten (10) or less stockholders, a listing of all the stockholders:

Corporation Name: Capital City Real Estate LLC

Name	Address	Relationship
Scott Zimmerman	3000 K street, NW Suite 270 Washington, DC 20007	Applicant/Contract Purchaser

Corporation Name: WillowWood Office Owner LLC

Name	Address	Relationship
Polinger Development Company; Ares US Real Estate Fund IX, LP	245 Park Avenue, 42 nd Floor New York, NY 10167	Owner

Corporation Name: Cozen O'Connor PC

Name	Address	Relationship
There are more than 10 stockholders, none of which owns 10% or more of any class of stock	1200 19 th Street, NW Washington, DC 20036	Attorney

Corporation Name: Christopher Consultants Ltd.

Name	Address	Relationship
There are more than 10 stockholders. See below for stockholders that own more than 10% or more of any class of stock. William R. Zink Jeff S. Smith	4035 Ridge Top Road Suite 601 Fairfax, VA 22030	Civil Engineer

Corporation Name: Hickok Cole Architects, Inc.

Name	Address	Relationship
Michael E. Hickok Yolanda L. Cole	1023 31 st Street, NW Washington, DC 20007	Architect

Corporation Name: Wells + Associates

Name	Address	Relationship
Employee Stock Ownership Plan (ESOP). All employees are eligible participants, none of whom owns 10% or more of any class of stock	1420 Spring Hill Road, Suite 610, Tysons, VA 22102	Traffic Engineer

Description of
Proposed Rezoning Area to Zone CU
Lot 2
Commonwealth Corporate Center
City of Fairfax, Virginia
June 17, 2022

Commencing at a point on the northerly right-of-way line of Eaton Place, a 60 foot public right-of-way, said point also being the southwesterly corner of Lot 3, Commonwealth Corporate Center;

Thence, with the northerly right-of-way line of Eaton Place N 86°11'00" W a distance of 281.67 feet to the true point of beginning;

Thence, continuing with the northerly right-of-way line of Eaton Place the following two (2) courses and distances:

- 1) N 86°11'00" W a distance of 304.11 feet to a point;
- 2) N 89°38'52" W a distance of 1.94 feet to a point, said point being the southeasterly corner of the land of Kenwood Eaton Place, LLC;

Thence, departing the northerly right-of-way line of Eaton Place and with the easterly line of the land of Kenwood Eaton Place, LLC, N 21°47'35" E a distance of 535.74 feet to a point, a corner common with the aforementioned Lot 3, Commonwealth Corporate Center;

Thence, with Lot 3, Commonwealth Corporate Center the following six (6) courses and distances:

- 1) S 68°12'25" E a distance of 52.51 feet to a point;
- 2) S 86°11'00" E a distance of 76.44 feet to a point;
- 3) S 03°49'00" W a distance of 44.26 feet to a point;
- 4) S 86°11'00" E a distance of 105.00 feet to a point;
- 5) S 03°49'00" W a distance of 157.20 feet to a point;
- 6) with a curve to the right having a radius of 60.00 feet, an arc length of 15.81 feet, a central angle of 15°05'36", a chord bearing of S 11°21'55" W and a chord length of 15.76 feet to a point;

Thence, departing Lot 3 and continuing through Lot 2 the following three (3) courses and distances:

- 1) N 86°11'00" W a distance of 17.45 feet to a point;
- 2) S 48°41'51" W a distance of 100.21 feet to a point;
- 3) S 03°56'26" W a distance of 205.17 feet to the point of beginning.

Containing an area of 129,535 square feet or 2.97371 acres