



## APPLICATION

### CDD DEVELOPMENT CONCEPT PLAN

**CDD #** 21

[must use black ink or type]

**PROPERTY LOCATION:** See Attachment #1- Property Location and Ownership Attachment  
**TAX MAP REFERENCE:** See Attachment #1 **ZONE:** CDD #21  
**APPLICANT'S NAME:** See Attachment #2 - Applicant Information  
**ADDRESS:** See Attachment #2 - Applicant Information  
**PROPERTY OWNER NAME:** See Attachment #1- Property Location and Ownership Attachment  
**ADDRESS:** See Attachment #1- Property Location and Ownership Attachment  
**REQUEST:** Approval of CDD Development Concept Plan, consistent with the  
Beauregard Small Area Plan

**THE UNDERSIGNED** hereby applies for CDD Development Concept Plan approval in accordance with the provisions of Section 5-600 of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

**THE UNDERSIGNED**, having obtained permission from the property owner, hereby grants permission to the City of Alexandria to post placard notice on the property for which this application is requested, pursuant to Article XI, Section 11-301(B) of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

**THE UNDERSIGNED** hereby attests that all of the information herein provided and specifically including all surveys, drawings, etc., required to be furnished by the applicant are true, correct and accurate to the best of their knowledge and belief. The applicant is hereby notified that any written materials, drawings or illustrations submitted in support of this application and any specific oral representations made to the Planning Commission or City Council in the course of public hearings on this application will be binding on the applicant unless those materials or representations are clearly stated to be non-binding or illustrative of general plans and intentions, subject to substantial revision, pursuant to Article XI, Section 11-207(A)(10), of the 1992 Zoning Ordinance of the City of Alexandria, Virginia.

See Attachment #3 - Agent Information  
Print Name of Applicant or Agent

See Attachment #3 - Agent Information  
Mailing/Street Address

See Attachment #3 - Agent Information  
City and State

ML Buskar  
Signature

See Attachment #3 - Agent Information  
Telephone # \_\_\_\_\_ Fax # \_\_\_\_\_  
See Attachment #3 - Agent Information  
Zip Code \_\_\_\_\_ Date 3/1/3

#### DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY

Application Received: \_\_\_\_\_ Date and Fee Paid: \_\_\_\_\_ \$ \_\_\_\_\_  
ACTION - PLANNING COMMISSION: \_\_\_\_\_ ACTION - CITY COUNCIL \_\_\_\_\_



## APPLICATION

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CDD # 21

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See Attachment #3 - Agent Information  
Print Name of Applicant or Agent

[Signature]  
Signature

See Attachment #3 - Agent Information  
Mailing/Street Address

See Attachment #3 - Agent Information  
Telephone # \_\_\_\_\_ Fax # \_\_\_\_\_

See Attachment #3 - Agent Information  
City and State

See Attachment #3 - Agent Information  
Zip Code \_\_\_\_\_ Date 3/1/13

#### DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY

Application Received: \_\_\_\_\_

Date and Fee Paid: \_\_\_\_\_ \$ \_\_\_\_\_

ACTION - PLANNING COMMISSION: \_\_\_\_\_

ACTION - CITY COUNCIL: \_\_\_\_\_

## **STATEMENT OF JUSTIFICATION**

### **Zoning Map and Text Amendment and CDD Concept Plan (#21) Applications**

*Updated March 1, 2013*

The Applicants are requesting approval of a Zoning Map Amendment, Text Amendment and CDD Concept Plan to create a new Coordinated Development District (CDD), for proposed redevelopment consistent with the Beauregard Small Area Plan (the "Plan").

On May 12, 2012, City Council approved the Plan, which creates a vision for the Beauregard Corridor in the West End of the City of Alexandria. The Plan envisions a mix of uses that are carefully balanced and distributed throughout seven distinct neighborhoods, which are controlled by five different property owners/developers, and a new grid of streets that connects within and among these seven neighborhoods. The Plan also provides for significant community benefits, including dedication of right-of-way for transit and other road improvements, provision of affordable housing, dedication of land and funding for a new fire station, and contributions towards a new athletic field and enhanced streetscape and landscaping throughout the Plan area. These benefits, as well as the development envisioned to support these benefits, were the result of several years of close collaboration and cooperation between the five major property owners/developers, in conjunction with the City of Alexandria and the Beauregard Corridor Stakeholders Group. This continued coordination and cooperation among the property owners/developers, the City of Alexandria and other stakeholders, is imperative to achieving the goals and benefits of the Plan.

The Plan acknowledges that the success of redevelopment is directly related to the presence of civic, community and infrastructure necessary to serve the proposed development. Accordingly, the proposed CDD Concept Plan will further refine the vision in the Plan by establishing the conceptual framework for implementation of the Plan for future Development Special Use Permit ("DSUP") applications. This concept includes the framework for many of the benefits identified in the Plan, such as the creation of a new grid of streets throughout the Plan area, dedication of right-of-way along Beauregard Street for a new high-capacity transitway, the dedication of right-of-way along Seminary Road and Beauregard Street for road improvements, and improvements to utilities throughout the Plan area. The CDD provides additional details regarding the dedication of land and funding for a new fire station to be constructed at the corner of Beauregard Street and Sanger Avenue; provision, creation and funding for affordable housing; funding for a new athletic field and contributions for enhanced landscaping.

The proposed public and private infrastructure improvements (i.e., streets and stormwater management) serving individual property owners/developers will be detailed and provided during the DSUP process by each individual property owner/developer. The development schedule for the major public infrastructure improvements (i.e., the high-capacity transitway for Seminary Road and Beauregard Street and the fire station at

Beauregard Street and Sanger Avenue) will be determined by the City based on funding and need and set forth in the CDD conditions.

With respect to interim uses, the Application Property is currently largely developed and as such the existing uses would remain or be redeveloped consistent with the existing zoning. Prior to completion of additional infrastructure improvements, the CDD will be served by existing Police and Fire facilities. Fire Station #206 on Seminary Road and Fire Station #208 on Paxton Street are the primary service providers for the CDD area. Given the anticipated development, the City of Alexandria has recognized the need for two additional fire stations in the West End of Alexandria. One of the new proposed fire stations will be constructed on property dedicated by one of the property owners/developers. The Plan notes that the proposed redevelopment is not projected to materially impact the existing resources of the Police Department.

As noted above, the Plan envisions seven distinct neighborhoods and the CDD Concept Plans (CDD #21 and CDD #22) reflect that vision. Proposed building heights will be consistent with the recommendations on page 47, Figure 30 of the Plan and public open space consistent with the Plan is shown on the CDD. The parking ratio for the CDD will be in accordance with page 52, Table 3 of the Plan, included below:

LAND USE	PHASE I – PRIOR TO OPERATIONAL DEDICATED TRANSIT	PHASE II – OPERATIONAL DEDICATED TRANSIT
Residential (Multi-family)	1.75 sp/unit	1.3 sp/unit
Office	2.8 sp/1,000 square feet	2.5 sp/1,000 square feet
Townhouse	2.0 sp/unit	2.0 sp/unit
Retail	4.0 sp/1,000 square feet	3.5 sp/1,000 square feet
Hotel	1.0 sp/room	.75 sp/room

As envisioned in the Plan, this CDD proposes the following elements within the following neighborhoods.

#### Greenway

The Greenway neighborhood is residential in character with multi-family buildings and smaller-scale townhouses. Large public open spaces, including a greenway connection between Holmes Run Park and the Winkler Preserve, will also be found in the Greenway neighborhood. Consistent with the Plan, the Greenway neighborhood is proposed to contain 1,829 residential units and up to 13,250 square feet of optional retail.

#### Garden District

The Garden District is also largely residential with a blend of multi-family buildings and smaller scale townhouses to create a grand presence along major street frontages and a smaller, more intimate residential experience on neighborhood streets.

The new fire station will be located in this neighborhood. Consistent with the Plan, the Garden District is proposed to include 928 residential units and up to 21,355 square feet of optional retail.

#### Town Center

The Town Center, located adjacent to the planned high capacity transit stop, will contain a mix of uses (residential, office, hotel and retail) and a variety of open spaces, including a central town square. The design of the Town Center will contribute to the creation of an active, highly walkable destination for residents, workers, transit users and the surrounding community. The Town Center is proposed to include 2,319 residential units, 200,000 square feet of required retail, up to 109,245 square feet of optional retail, 237 hotel rooms and 405,165 square feet of office.

#### Adams

The Adams neighborhood contains the primary office component in the Plan area that is a critical element in the overall mixed-use development concept for the Beauregard Corridor. The office buildings, a restaurant and hotel will frame N. Beauregard Street and its intersection with Seminary Road, forming a welcoming entrance to the western part of the Corridor. Consistent with the Plan, the Adams neighborhoods is proposed to contain 1,020,765 square feet of office, up to 15,000 square feet of optional and 187 hotel rooms.

#### Upland Park

The Upland Park neighborhood is primarily residential, with townhouses and multi-family buildings, transitioning from the adjacent residential neighborhoods to a mix of uses (hotel or office, and retail) framing the intersection of N. Beauregard Street and Seminary Road. The distinctive feature of this neighborhood will be a large green public open space along Seminary Road. The Upland Park neighborhood is proposed to contain 535 residential units, 8, 000 square feet of required retail, up to 8,000 square feet of optional retail and 78,469 square feet of office or 140 hotel rooms. There is the potential for the parcel #010.04-03-19 at the intersection of Seminary Road and Beauregard Street to be incorporated into the CDD in the future in which case both the hotel and the office uses could be developed. Until such time as that occurs, the existing use on parcel #010.04-03-19 will remain and interim retail uses will be developed on the adjacent parcel.

#### Southern Towers

The Southern Towers neighborhood includes the existing multi-family building, which will remain. The CDD Concept Plan proposes the addition of new office, hotel and retail space with a potential grocery store at the intersection of N. Beauregard Street and Seminary Road. This neighborhood will include an active and inviting main street, as well as, a conveniently located transit stop for the planned high capacity transit

corridor. The additional development in the Southern Towers neighborhood will include 25,000 square feet of required retail, up to 80,000 square feet of optional retail, 187 hotel rooms and 195,000 square feet of office.

In summary, the Plan has been designed to integrate redevelopment in to the existing neighborhoods through height, transitions, building shoulders, setbacks and open space buffers. With the exception of four buildings that will remain to provide affordable housing, all buildings located in resource protection areas will be removed when redevelopment occurs and the resource protection areas will be stabilized. As a result, the proposed development will not create adverse effects on the adjacent and neighboring properties. The proposed applications are consistent with the goals and vision of the approved Plan to foster and create a vibrant, mixed-use community to include residential, office, hotel and retail uses.

In addition, the Applicants are proposing the adoption of Design Standards and Guidelines that will ensure that future development is consistent with the vision and goals of the Plan. These standards and guidelines address creation of the seven neighborhoods and the character associated with each. This character is established through standards and guidelines which address building form and massing, setbacks, height and transitions, and building entry treatments. The Design Standards and Guidelines also provide for architectural standards to ensure high-quality architecture and creation of a vibrant, enlivened aesthetic through the Plan area, such as storefronts, building materials, building features and garden walls and fences. Furthermore, the Design Standards and Guidelines establish parameters for streetscape, including sidewalks, street furniture and lighting. These Design Standards and Guidelines are a crucial component in the continued refinement of the vision in the Plan and will establish an aesthetic to ensure that the community being created throughout the Plan area will be of the quality and character desired by the City of Alexandria.

In furtherance of these goals and vision of the approved Plan, the Applicants request a Zoning Map and Text Amendment and approval of a CDD #21 Concept Plan.

**ATTACHMENT #1**  
**PROPERTY LOCATION AND OWNERSHIP ATTACHMENT**  
Zoning Map and Text Amendment and CDD #21 Concept Plan Applications  
*Updated March 1, 2013*

Property Address	Map-Block-Lot Number	Owner(s) Name	Owner Address
5105 Fairbanks Avenue	010.02-03-11	Estate of Elias W. Brown	5105 Fairbanks Avenue Alexandria, VA 22311
5115 Fairbanks Avenue	010.02-03-12	Christine S. Brown et al	c/o Patricia Rasmussen 6900 Kenfig Drive Falls Church, VA 22042
5121 Fairbanks Avenue	010.04-03-13	DB Foster LLC	Terra Co, Inc. 6711 Lee Highway Suite 3 Arlington, VA 22205
5129 Fairbanks Avenue	010.04-03-14	Bradley Buchanan	10859 Pam Drive Waldorf, MD 20603-5901
5118 Fairbanks Avenue	010.04-03-15	DB Foster LLC	Terra Co, Inc. 6711 Lee Highway Suite 3 Arlington, VA 22205
5106 Fairbanks Avenue	010.04-03-16	Frank Marshall Jr. and Ruth H. Marshall	Attn: Diane Carney 140 Castle Hill Road Windham, NH 03087
2641 Foster Avenue	010.04-03-17	Ben M. & Nancy C. Spicer	2641 Foster Avenue Alexandria, VA 22311
2638 Foster Avenue	010.04-03-18	Alexandria Development Associates LLC	Hekemian and Co, Inc. 505 Main Street Hackensack, NJ 07601
2648 Foster Avenue	010.04-03-21	Alexandria Development Associates LLC	
2658 Foster Avenue	010.04-03-22	Alexandria Development Associates LLC	
5165 Seminary Road	010.04-03-23	Alexandria Development Associates LLC	
5173 Seminary Road	010.04-03-24	Joseph M. & Ann Guiffre	540 Second Street Unit 301 Alexandria, VA 22314
5183 Seminary Road	010.04-03-25	Floyd W. Harrison, Jr.	8821 Lagrange Street Lorton, VA 22079
5066 Fairbanks Avenue	011.03-01-01	Peter Benavage and Mae Corliss, TR	15 Janis Drive Dover, DE 19901

2627 Foster Avenue	011.03-01-02	Alexandria Development Associates LLC	Hekemian and Co, Inc. 505 Main Street Hackensack, NJ 07601
2623 Foster Avenue	011.03-01-03	Alexandria Development Associates LLC	
2618 Foster Avenue	011.03-01-04	Blanca I Ramirez and Heriberto A. Servellon	2618 Foster Avenue Alexandria, VA 22311
5711 Sanger Avenue	018.04-01-26	Brookdale Residential LLC	4445 Willard Avenue Suite 400 Chevy Chase, MD 20815
5600 Sanger Avenue	018.04-01-27	Brookdale Residential LLC	
5650 Rayburn Avenue	019.01-01-50	JBG Mark Center LLC	
1460 N. Beauregard Street	019.03-01-03	JBG Mark Center LLC	
1350 N. Beauregard Street	019.03-01-05	JBG Mark Center LLC	
1250 N. Beauregard Street	029.01-01-01	Brookdale Residential LLC	
5900 A Sanger Avenue	029.01-01-08	Brookdale Residential LLC	
5501 Sanger Avenue	029.03-01-06	Meadowcreek Lynbrook Residential LLC	
1500 N. Beauregard Street	019.02-01-03.S1	Lafayette Buildings LLC	Real Estate Tax Advisors, LLC P.O. Box 40509 Indianapolis, IN 46240 ----- 4900 Seminary Rd, Suite 900 Alexandria, Virginia 22311
1600 N. Beauregard Street	019.02-01-03.S2	Lafayette Buildings LLC	
1700 N. Beauregard Street	019.02-01-03.S3	Lafayette Buildings LLC	
1800 N. Beauregard Street	019.02-01-03.S4	Lafayette Buildings LLC	
1900 N. Beauregard Street	019.02-01-03.S7	Lafayette Buildings LLC	
2000 N. Beauregard Street	019.02-01-03.S8	Lafayette Buildings LLC	
5055 Seminary Road	020.01-01-03	Southern Towers LLC	Attn: Snell Construction Co. 4600 N. Fairfax Drive Suite 1000 Arlington, VA 22203



**ATTACHMENT #2**  
**APPLICANT INFORMATION ATTACHMENT**  
Zoning Map and Text Amendment and CDD #21 Development Concept Plan Applications  
*Updated March 1, 2013*

Alexandria Development Associates, LLC  
c/o Hekemian and Co Inc.  
505 Main Street  
Hackensack, NJ 07601

JBG/Mark Center Developer, L.L.C  
c/o The JBG Companies  
4445 Willard Avenue  
Suite 400  
Chevy Chase, MD 20815

Lafayette Buildings, LLC  
c/o Duke Realty  
4900 Seminary Road  
Suite 900  
Alexandria, Virginia 22311

Southern Towers, LLC  
4600 N. Fairfax Drive  
Suite 1000  
Arlington, VA 22203

**ATTACHMENT #3**  
**AGENT INFORMATION ATTACHMENT**  
Zoning Map and Text Amendment and CDD #21 Concept Plan Applications  
*Updated March 1, 2013*

M. Catharine Puskar  
Agent for Alexandria Development Associates, LLC and JBG/Mark Center Developer, L.L.C  
Walsh, Colucci, Lubeley, Emrich & Walsh, PC  
2200 Clarendon Boulevard  
Suite 1300  
Arlington, VA 22201  
703.528.4700  
703.525.3197 (fax)

Kenneth W. Wire  
Agent for Southern Towers, LLC and Lafayette Buildings, LLC  
McGuire Woods  
1750 Tysons Boulevard, #1800  
McLean, VA 22102  
703.712.5000  
703.712.5231 (fax)

## OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

**1. Applicant.** State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. Alexandria Development Associates, LLC	c/o Hekemian and Co Inc 505 Main Street	See Disclosure Attachment
2.	Hackensack, NJ 07601	
3.		

**2. Property.** State the name, address and percent of ownership of any person or entity owning an interest in the property located at See Disclosure Attachment (address), unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. See Disclosure Attachment	See Disclosure Attachment	See Disclosure Attachment
2.		
3.		

**3. Business or Financial Relationships.** Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of person or entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
1. None		
2.		
3.		

**NOTE:** Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.

As the applicant or the applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.

3/1/13  
Date

M. Catharine Puskar  
Printed Name

McPuskar  
Signature

**Alexandria City Council**

William Euille  
Allison Silberberg  
John T. Chapman  
Timothy Lovain  
Redella "Del" Pepper  
Paul Smedberg  
Justin Wilson

**Planning Commission**

John Komoroske  
H. Stewart Dunn, Jr.  
Derek Hyra  
Mary Lyman  
Maria Wasowski  
Eric Wagner  
Nathan Macek

**Board of Zoning Appeals**

Mark Allen  
Geoffrey Goodale  
Jennifer Walker  
Stephen Koenig  
Melinda Lyle  
Jennifer Lewis  
Eric Zander

**Board of Architectural Review  
Old and Historic District**

Thomas Hulfish  
Oscar Fitzgerald  
Chip Carlin  
Arthur Keleher  
Wayne Neale  
Peter Smeallie  
John Von Senden

**Board of Architectural Review  
Parker-Gray District**

William Conkey  
Theresa del Ninno  
Robert Duffy  
Purvi Irwin  
Brendan Owens  
Philip Moffat  
Matthew Slowik

**Updated 3/1/2013**

**Definition of business and financial relationship.**

Section 11-351(A) of the Zoning Ordinance defines a business or financial relationship as any of the following:

- (1) a direct one;
- (2) by way of an ownership entity in which the member or a member of his immediate household is a partner, employee, agent or attorney;
- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.

**DISCLOSURE ATTACHMENT**  
*Updated March 1, 2013*

5183 Seminary Road	010.04-03-25	Floyd W. Harrison, Jr. 8821 Lagrange Street Lorton, VA 22079	100%
5173 Seminary Road	010.04-03-24	Joseph M. & Ann Guiffre 540 Second Street Unit 301 Alexandria, VA 22314	100%
5165 Seminary Road	010.04-03-23	Alexandria Development Associates LLC Hekemian and Co, Inc. 505 Main Street Hackensack, NJ 07601	Hekemian Virginia 111, LLC* DB Foster, LLC**
2658 Foster Avenue	010.04-03-22		
2648 Foster Avenue	010.04-03-21		
2638 Foster Avenue	010.04-03-18		
2627 Foster Avenue	011.03-01-02		
2623 Foster Avenue	011.03-01-03		
2641 Foster Avenue	010.04-03-17	Ben M. & Nancy C. Spicer 2641 Foster Avenue Alexandria, VA 22311	100%
5106 Fairbanks Avenue	010.04-03-16	Frank Marshall Jr. and Ruth H. Marshall Attn: Diane Carney 140 Castle Hill Road Windham, NH 03087	100%
5118 Fairbanks Avenue	010.04-03-15	DB Foster LLC Terra Co, Inc. 6711 Lee Highway Suite 3 Arlington, VA 22205	John J. Donahue Howard Brock, Jr. Stanley Brock DBM Global Assets, LLC***
5121 Fairbanks Avenue	010.04-03-13		
5129 Fairbanks Avenue	010.04-03-14	Bradley Buchanan 10859 Pam Drive Waldorf, MD 20603	100%

5105 Fairbanks Avenue	010.02-03-11	Estate of Elias W. Brown 5105 Fairbanks Avenue Alexandria, VA 22311	100%
5115 Fairbanks Avenue	010.02-03-12	Christine S. Brown et al c/o Patricia Rasmussen 6900 Kenfig Drive Falls Church, VA 22042	100%
5066 Fairbanks Avenue	011.03-01-01	Peter Benavage and Mae Corliss, TR 15 Janis Drive Dover, DE 19901	100%
2618 Foster Avenue	011.03-01-04	Blanca I Ramirez and Heriberto A. Servellon 2618 Foster Avenue Alexandria, VA 22311	100%

\*Hekemian Virginia 111, LLC  
Robert Hekemian, Jr.  
Bryan Hekemian  
David Hekemian  
Christopher Bell

14

\*\*DB Foster, LLC  
John J. Donahue  
Howard Brock, Jr.  
Stanley Brock  
DBM Global Assets, LLC\*\*\*

\*\*\*DBM Global Assets, LLC  
Stanley Brock  
Peter Andrew Dechat

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5183 Seminary Road  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Floyd W. Harrison, Jr.

By: Floyd W. Harrison Jan, 25, 2012

Mary Harrison

By: Mary H. Harrison

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5173 Seminary Road  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.


If you have any questions, please do not hesitate to contact me.

Very truly yours,

Joseph M. Guiffre

By: 

Ann Guiffre

By: 



January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 2641 Foster Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Nancy C. Spicer

By: Nancy C. Spicer

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5106 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Ruth Marshall c/o Ms. Diane Carney (conservator & guardian)

By: Diane Carney  
Guardian

**CERTIFICATE/LETTER OF QUALIFICATION**

VA. CODE §§ 6.1-70, 6.1-195.28,  
6.1-208.3, 6.1-208.5, 13.1-428,  
64.1-122, 64.1-128

Fiduciary No. CW09001685

COMMONWEALTH OF VIRGINIA

CIRCUIT COURT OF THE CITY OF ALEXANDRIA

I, the duly qualified clerk/deputy clerk of this Court, **CERTIFY** that on  
December 9, 2009

Diane Carney, Windham, New Hampshire 03087


duly qualified in this court, under applicable provision of law,  
as Guardian and Conservator of the Estate of  
Ruth Marshall.

The powers of the fiduciary named above continue in full force and effect.

\$1,750,000.00 bond has been posted.

Given under my hand and seal of this Court on August 16, 2011.

EDWARD SEMONIAN, Clerk

By:  \_\_\_\_\_, Deputy Clerk

This bond is still in full  
force and effect as of this  
30<sup>th</sup> day of Aug, 2011

Teste: EDWARD SEMONIAN, Clerk

By:  \_\_\_\_\_  
Deputy Clerk

NOT VALID WITHOUT  
RAISED COURT SEAL

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5129 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read "Bradley Buchanan". The signature is fluid and cursive, with a long horizontal stroke at the end.

Bradley Buchanan

By: \_\_\_\_\_

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5105 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

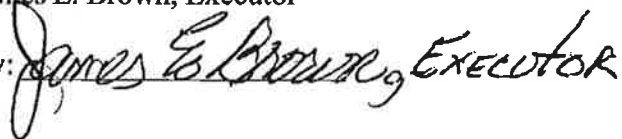
As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Elias W. Brown  
James E. Brown, Executor

By:

 EXECUTOR

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5115 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Nancy Shanks

By: Nancy E. Shanks

Christine Brown

By: Christine A. Brown

Priscilla Rasmussen

By: Priscilla A. Rasmussen

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5066 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Peter Benavage & Corliss -- Mae Benavage  
Peter Benavage, (son) Attorney-In-Fact

By:  (son)

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 2618 Foster Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Blanca I. Ramirez & Heriberto A. Servellon

By: Heriberto A. Servellon

*Blanca I Ramirez*



## OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

**1. Applicant.** State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. JBG/Mark Center Developer, L.L.C	4445 Willard Avenue Suite 400	See Disclosure Attachment
2.	Chevy Chase, MD 20815	
3.		

**2. Property.** State the name, address and percent of ownership of any person or entity owning an interest in the property located at See Disclosure Attachment (address), unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. JBG/Mark Center, L.L.C.	4445 Willard Avenue	See Disclosure Attachment
2. Brookdale Residential, L.L.C.	Suite 400	See Disclosure Attachment
3. Meadowcreek/Lynbrook Residential, L.L.C.	Chevy Chase, MD 20815	See Disclosure Attachment

**3. Business or Financial Relationships.** Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of person or entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
1. None		
2.		
3.		

**NOTE:** Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.

As the applicant or the applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.

3/1/13  
Date

M. Catharine Puskar  
Printed Name

  
Signature

**Alexandria City Council**

William Euille  
Allison Silberberg  
John T. Chapman  
Timothy Lovain  
Redella "Del" Pepper  
Paul Smedberg  
Justin Wilson

**Planning Commission**

John Komoroske  
H. Stewart Dunn, Jr.  
Derek Hyra  
Mary Lyman  
Maria Wasowski  
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Mark Allen  
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**Board of Architectural Review  
Old and Historic District**

Thomas Hulfish  
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Chip Carlin  
Arthur Keleher  
Wayne Neale  
Peter Smeallie  
John Von Senden

**Board of Architectural Review****Parker-Gray District**

William Conkey  
Theresa del Ninno  
Robert Duffy  
Purvi Irwin  
Brendan Owens  
Philip Moffat  
Matthew Slowik

**Updated 3/1/2013**

**Definition of business and financial relationship.**

Section 11-351(A) of the Zoning Ordinance defines a business or financial relationship as any of the following:

- (1) a direct one;
- (2) by way of an ownership entity in which the member or a member of his immediate household is a partner, employee, agent or attorney;
- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.

**DISCLOSURE STATEMENT ATTACHMENT**

**JBG/Mark Center Developer, L.L.C.**

4445 Willard Avenue, #400

Chevy Chase, MD 20815

Managing Member:

JBG/Company Manager II, L.L.C

Member:

JBG Urban, L.L.C. (100%)

Managing Member:

JBG/Urban Manager, L.L.C. \*\*

Members:

JBG/Urban Direct Member, L.L.C. (18%)

Managing Member:

JBG/Company Manager IV, L.L.C. \*\*

Members:

JBG/Urban Qualified Investor, L.L.C. \*\*

JBG/Urban Member, L.L.C.

The only member that owns more than 10% is  
SSF III June Bug, LP\*\*

MFP-JBGU, LLC (82%)

Members:

MacFarlane Urban Real Estate Fund II, L.P. (88%)

General Partner:

MacFarlane Urban Real Estate Fund Management, LLC

Members:

MacFarlane Partners Investment Management, LLC

Member:

MPIM Holdings, LLC

Member:

MacFarlane Partners, LLC

Member:  
Victor B. MacFarlane

GS REA HOLDINGS, LLC

Member:  
The Goldman Sachs Group, Inc.

Limited Partners:

New Jersey Division of Pension and Benefits-Common Fund E\*  
Treasurer of the State of Connecticut as Trustee for the State of  
Connecticut Retirement Plans and Trust Funds\*  
Illinois State Board of Investment\*  
The Regents of the University of California\*  
The State of Texas for the Use and Benefit of the Permanent  
School Fund\*  
Los Angeles City Employees' Retirement System\*  
Teacher Retirement System of Texas\*  
Connecticut General Life Insurance Company\*\*  
Life Insurance Company of North America\*\*  
MetLife Insurance Company of Connecticut\*\*  
Swiss Re Partnership Holding LLC\*\*  
Hartford Life Insurance Company\*\*

JBGU Parallel SPE, LLC (12%)

Sole Member:  
MacFarlane Urban Real Estate Fund II (Parallel), L.P.

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC  
(see breakdown above)

Limited Partners:  
Stichting Pensioen funds voor de Gezondheid, Geestelijke  
en Maatschappelijke Belangen\*

The James Irvine Foundation\*\*

\*There are thousands and/or millions of members in this pension fund, none of whom own 10% or more of JBG/Mark Center Developer, L.L.C.

\*\*Owns less than 10% of JBG/Mark Center Developer, L.L.C.

**DISCLOSURE STATEMENT ATTACHMENT**

**JBG/Mark Center, L.L.C.**

4445 Willard Avenue, #400

Chevy Chase, MD 20815

Managing Member:

JBG/Company Manager II, L.L.C

Member:

JBG Urban, L.L.C. (100%)

Managing Member:

JBG/Urban Manager, L.L.C.\*\*

Members:

JBG/Urban Direct Member, L.L.C. (18%)

Managing Member:

JBG/Company Manager IV, L.L.C.\*\*

Members:

JBG/Urban Qualified Investor, L.L.C.\*\*

JBG/Urban Member, L.L.C.

The only member that owns more than 10% is  
SSF III June Bug, LP\*\*

MFP-JBGU, LLC (82%)

Members:

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MacFarlane Partners Investment Management, LLC

Member:

MPIM Holdings, LLC

Member:

MacFarlane Partners, LLC

Member:  
Victor B. MacFarlane

GS REA HOLDINGS, LLC

Member:  
The Goldman Sachs Group, Inc.

Limited Partners:

New Jersey Division of Pension and Benefits-Common Fund E\*  
Treasurer of the State of Connecticut as Trustee for the State of  
Connecticut Retirement Plans and Trust Funds\*  
Illinois State Board of Investment\*  
The Regents of the University of California\*  
The State of Texas for the Use and Benefit of the Permanent  
School Fund\*  
Los Angeles City Employees' Retirement System\*  
Teacher Retirement System of Texas\*  
Connecticut General Life Insurance Company\*\*  
Life Insurance Company of North America\*\*  
MetLife Insurance Company of Connecticut\*\*  
Swiss Re Partnership Holding LLC\*\*  
Hartford Life Insurance Company\*\*

JBGU Parallel SPE, LLC (12%)

Sole Member:  
MacFarlane Urban Real Estate Fund II (Parallel), L.P.

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC  
(see breakdown above)

Limited Partners:  
Stichting Pensioen funds voor de Gezondheid, Geestelijke  
en Maatschappelijke Belangen\*

The James Irvine Foundation\*\*

\*There are thousands and/or millions of members in this pension fund, none of whom own 10% or more of JBG/Mark Center, L.L.C.

\*\*Owns less than 10% of JBG/Mark Center, L.L.C.

**DISCLOSURE STATEMENT ATTACHMENT**

**Meadowcreek/Lynbrook Residential, L.L.C.**

4445 Willard Avenue, #400

Chevy Chase, MD 20815

Managing Member:

JBG/Company Manager II, L.L.C

Member:

JBG Urban, L.L.C. (100%)

Managing Member:

JBG/Urban Manager, L.L.C.\*\*

Members:

JBG/Urban Direct Member, L.L.C. (18%)

Managing Member:

JBG/Company Manager IV, L.L.C.\*\*

Members:

JBG/Urban Qualified Investor, L.L.C.\*\*

JBG/Urban Member, L.L.C.

The only member that owns more than 10% is  
SSF III June Bug, LP\*\*

MFP-JBGU, LLC (82%)

Members:

MacFarlane Urban Real Estate Fund II, L.P. (88%)

General Partner:

MacFarlane Urban Real Estate Fund Management, LLC

Members:

MacFarlane Partners Investment Management, LLC

Member:

MPIM Holdings, LLC

Member:

MacFarlane Partners, LLC

Member:  
Victor B. MacFarlane

GS REA HOLDINGS, LLC

Member:  
The Goldman Sachs Group, Inc.

Limited Partners:

New Jersey Division of Pension and Benefits-Common Fund E\*  
Treasurer of the State of Connecticut as Trustee for the State of  
Connecticut Retirement Plans and Trust Funds\*  
Illinois State Board of Investment\*  
The Regents of the University of California\*  
The State of Texas for the Use and Benefit of the Permanent  
School Fund\*  
Los Angeles City Employees' Retirement System\*  
Teacher Retirement System of Texas\*  
Connecticut General Life Insurance Company\*\*  
Life Insurance Company of North America\*\*  
MetLife Insurance Company of Connecticut\*\*  
Swiss Re Partnership Holding LLC\*\*  
Hartford Life Insurance Company\*\*

JBGU Parallel SPE, LLC (12%)

Sole Member:  
MacFarlane Urban Real Estate Fund II (Parallel), L.P.

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC  
(see breakdown above)

Limited Partners:  
Stichting Pensioen funds voor de Gezondheid, Geestelijke  
en Maatschappelijke Belangen\*

The James Irvine Foundation\*\*

\*There are thousands and/or millions of members in this pension fund, none of whom own 10% or more of Meadowcreek/Lynbrook Residential, L.L.C.

\*\*Owns less than 10% of Meadowcreek/Lynbrook Residential, L.L.C.



THE JBG COMPANIES\*

June 12, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 1350 N. Beauregard Street

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

JBG/Mark Center, L.L.C.

By: JBG/Company Manager II, L.L.C.  
its managing member

By:   
Name: Michael J. Glosserman  
Title: Managing Member

THE JBG COMPANIES\*

June 12, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 1460 N. Beauregard Street

Dear Ms. Hamer:

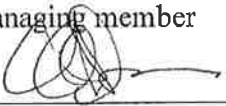
As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

JBG/Mark Center, L.L.C.

By: JBG/Company Manager II, L.L.C.  
its managing member

By:   
Name: Michael J. Glosserman  
Title: Managing Member

THE JBG COMPANIES\*

June 12, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5650 Rayburn Avenue

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

JBG/Mark Center, L.L.C.

By: JBG/Company Manager II, L.L.C.  
its managing member

By:   
Name: Michael J. Glosserman  
Title: Managing Member

THE JBG COMPANIES

June 15, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Addresses: 5711 Sanger Avenue, 5600 Sanger Avenue, 1250 N. Beauregard Street,  
5900A Sanger Avenue

Dear Ms. Hamer:


As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Brookdale Residential, L.L.C.

By: JBG/Company Manager, L.L.C.,  
its Managing Member

By:   
Name: Robert A. Stewart  
Title: Managing Member

THE JBG COMPANIES

June 15, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Addresses: 5501 Sanger Avenue

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Meadowcreek/Lynbrook Residential, L.L.C.

By: JBG/Company Manager, L.L.C.,  
its Managing Member

By: 

Name: Robert A. Stewart

Title: Managing Member

## OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

1. **Applicant.** State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
Lafayette Real Estate LLC ("LRE")	c/o Duke Realty Corporation 4900 Seminary Road, Suite 900 Alexandria, Virginia 22311	100% of Applicant

2. **Property.** State the name, address and percent of ownership of any person or entity owning an interest in the property located at 1500, 1600, 1700, 1800, 1900 and 2000 N. Beauregard, Alexandria, Virginia unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
Duke Realty Limited Partnership ("DRLP")	c/o Duke Realty Corporation 4900 Seminary Road, Suite 900 Alexandria, Virginia 22311	30% of LRE
Duke Acquisition, Inc. ("DA")	c/o Duke Realty Corporation 4900 Seminary Road, Suite 900 Alexandria, Virginia 22311	49.01 % of DRLP
Duke Realty Corporation ("DRE"). Note: DRE is a publically traded company	c/o Duke Realty Corporation 4900 Seminary Road, Suite 900 Alexandria, Virginia 22311	48.97 % of DRLP and 100% of DA
Belcrest Realty Corporation ("Belcrest")	c/o Eaton Vance Management 2 International Place Boston, VA 02110	70% of LRE
Belcrest Capital Fund LLC	c/o Eaton Vance Management 2 International Place Boston, VA 02110	15% of Belcrest

3. **Business or Financial Relationships.** Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of Person or Entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
None.		

**NOTE: Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.**

As the Applicant or the Applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.

Lafayette Buildings, LLC, a Delaware limited liability company

By: Lafayette Real Estate LLC,  
a Delaware limited liability company its sole member

By: Duke Realty Limited Partnership, an Indiana limited partnership,  
its Administrator

By: Duke Realty Corporation, an Indiana corporation,  
its sole general partner

By:   
Peter S. Scholz  
Senior Vice President, Washington, D.C.

Date: 3/21/2012

**Alexandria City Council**

William Euille  
Allison Silberberg  
John T. Chapman  
Timothy Lovain  
Redella "Del" Pepper  
Paul Smedberg  
Justin Wilson

**Planning Commission**

John Komoroske  
H. Stewart Dunn, Jr.  
Derek Hyra  
Mary Lyman  
Maria Wasowski  
Eric Wagner  
Nathan Macek

**Board of Zoning Appeals**

Mark Allen  
Geoffrey Goodale  
Jennifer Walker  
Stephen Koenig  
Melinda Lyle  
Jennifer Lewis  
Eric Zander

**Board of Architectural Review  
Old and Historic District**

Thomas Hulfish  
Oscar Fitzgerald  
Chip Carlin  
Arthur Keleher  
Wayne Neale  
Peter Smeallie  
John Von Senden

**Board of Architectural Review  
Parker-Gray District**

William Conkey  
Theresa del Ninno  
Robert Duffy  
Purvi Irwin  
Brendan Owens  
Philip Moffat  
Matthew Slowik

**Updated 3/1/2013**

**Definition of business and financial relationship.**

Section 11-351(A) of the Zoning Ordinance defines a business or financial relationship as any of the following:

- (1) a direct one;
- (2) by way of an ownership entity in which the member or a member of his immediate household is a partner, employee, agent or attorney;
- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.



## OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

**1. Applicant.** State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. SOUTHERN TOWERS LLC	4600 N. FAIRFAX DR, ARLINGTON VA	100%
2.		
3.		

**2. Property.** State the name, address and percent of ownership of any person or entity owning an interest in the property located at SOSS SEMINARY RD (address), unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. SNELL CONSTRUCTION CORP.	4600 N FAIRFAX DR, ARLINGTON VA	50%
2. CARRUTHERS PROPERTIES LLC	4600 N FAIRFAX DR. ARLINGTON VA	50%
3.		

**3. Business or Financial Relationships.** Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of person or entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
1. None		
2.		
3.		

**NOTE:** Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.

As the applicant or the applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.

6/6/12      PETER COLARULLI        
 Date                      Printed Name                      Signature

**Alexandria City Council**

William Euille  
Allison Silberberg  
John T. Chapman  
Timothy Lovain  
Redella "Del" Pepper  
Paul Smedberg  
Justin Wilson

**Planning Commission**

John Komoroske  
H. Stewart Dunn, Jr.  
Derek Hyra  
Mary Lyman  
Maria Wasowski  
Eric Wagner  
Nathan Macek

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Melinda Lyle  
Jennifer Lewis  
Eric Zander

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Thomas Hulfish  
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Chip Carlin  
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Peter Smeallie  
John Von Senden

**Board of Architectural Review  
Parker-Gray District**

William Conkey  
Theresa del Ninno  
Robert Duffy  
Purvi Irwin  
Brendan Owens  
Philip Moffat  
Matthew Slowik

**Updated 3/1/2013**

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- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.



## APPLICATION

☐ Master Plan Amendment MPA# \_\_\_\_\_

☐ Zoning Map Amendment REZ# \_\_\_\_\_

**PROPERTY LOCATION:** See Attachment #1 - Property and Ownership Information

### APPLICANT

Name: See Attachment #2 - Applicant Information

Address: See Attachment #2 - Applicant Information

### PROPERTY OWNER:

Name: See Attachment #1 - Property and Ownership Information

Address: See Attachment #1 - Property and Ownership Information

### Interest in property:

☐ Owner ☐ Contract Purchaser

☒ Developer ☐ Lessee ☐ Other \_\_\_\_\_

If property owner or applicant is being represented by an authorized agent such as an attorney, a realtor, or other person for which there is some form of compensation, does this agent or the business in which they are employed have a business license to operate in Alexandria, VA:

N/A ☐ yes: If yes, provide proof of current City business license.

☐ no: If no, said agent shall obtain a business license prior to filing application.

**THE UNDERSIGNED** certifies that the information supplied for this application is complete and accurate, and, pursuant to Section 11-301B of the Zoning Ordinance, hereby grants permission to the City of Alexandria, Virginia, to post placard notice on the property which is the subject of this application.

See Attachment #3 - Agent Information  
Print Name of Applicant or Agent

McBuskar  
Signature

See Attachment #3 - Agent Information  
Mailing/Street Address

See Attachment #3 - Agent Information  
Telephone # \_\_\_\_\_ Fax # \_\_\_\_\_

See Attachment #3 - Agent Information  
City and State \_\_\_\_\_ Zip Code \_\_\_\_\_

3/1/13  
Date

### DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY

Application Received: \_\_\_\_\_

Fee Paid: \$ \_\_\_\_\_

Legal advertisement: \_\_\_\_\_

ACTION - PLANNING COMMISSION \_\_\_\_\_

ACTION - CITY COUNCIL: \_\_\_\_\_



## APPLICATION

☐ Master Plan Amendment MPA# \_\_\_\_\_  
☐ Zoning Map Amendment REZ# \_\_\_\_\_

**PROPERTY LOCATION:** See Attachment #1 - Property and Ownership Information

**APPLICANT:**

Name: See Attachment #2 - Applicant Information  
Address: See Attachment #2 - Applicant Information

**PROPERTY OWNER:**

Name: See Attachment #1 - Property and Ownership Information  
Address: See Attachment #1 - Property and Ownership Information

**Interest in property:**

☐ Owner ☐ Contract Purchaser  
☒ Developer ☐ Lessee ☐ Other \_\_\_\_\_

If property owner or applicant is being represented by an authorized agent such as an attorney, a realtor, or other person for which there is some form of compensation, does this agent or the business in which they are employed have a business license to operate in Alexandria, VA:

N/A

☐ yes: If yes, provide proof of current City business license.

☐ no: If no, said agent shall obtain a business license prior to filing application.

**THE UNDERSIGNED** certifies that the information supplied for this application is complete and accurate, and, pursuant to Section 11-301B of the Zoning Ordinance, hereby grants permission to the City of Alexandria, Virginia, to post placard notice on the property which is the subject of this application.

See Attachment #3 - Agent Information

Print Name of Applicant or Agent

[Signature]  
Signature

See Attachment #3 - Agent Information

Mailing/Street Address

See Attachment #3 - Agent Information

Telephone #

Fax #

See Attachment #3 - Agent Information

City and State

Zip Code

3/1/13  
Date

**DO NOT WRITE IN THIS SPACE - OFFICE USE ONLY**

Application Received: \_\_\_\_\_

Fee Paid: \$ \_\_\_\_\_

Legal advertisement: \_\_\_\_\_

ACTION - PLANNING COMMISSION \_\_\_\_\_

ACTION - CITY COUNCIL: \_\_\_\_\_

MPA # \_\_\_\_\_

REZ # \_\_\_\_\_

## SUBJECT PROPERTY

Provide the following information for each property for which an amendment is being requested. (Attach separate sheets if needed.)

Address Tax Map - Block - Lot	Land Use	Master Plan	Zoning	Frontage (ft.)
	Existing - Proposed	Designation Existing - Proposed	Designation Existing - Proposed	Land Area (acres)
1 See Attachment #4 - Subject Property Chart	_____	_____	_____	_____
2 _____	_____	_____	_____	_____
3 _____	_____	_____	_____	_____
4 _____	_____	_____	_____	_____

## PROPERTY OWNERSHIP

☐ Individual Owner

☐ Corporation or Partnership Owner

Identify each person or individual with ownership interest. If corporation or partnership owner, identify each person with more than 10% interest in such corporation or partnership.

- Name: See Attached Ownership and Disclosure Statement Extent of Interest: \_\_\_\_\_

Address: \_\_\_\_\_
- Name: \_\_\_\_\_ Extent of Interest: \_\_\_\_\_

Address: \_\_\_\_\_
- Name: \_\_\_\_\_ Extent of Interest: \_\_\_\_\_

Address: \_\_\_\_\_
- Name: \_\_\_\_\_ Extent of Interest: \_\_\_\_\_

Address: \_\_\_\_\_

MPA # \_\_\_\_\_  
REZ # \_\_\_\_\_

## JUSTIFICATION FOR AMENDMENT

(attach separate sheets if needed)

1. Explain how and why any proposed amendment(s) to the Master Plan are desirable, beneficial to surrounding properties, in character with the applicable Small Area Plan and consistent with City policies:

N/A - No Master Plan Amendment is proposed

2. Explain how and why the proposed amendment to the Zoning Map(s) is consistent with the proposed amendment to the Master Plan, or, if no amendment to the Master Plan is being requested, how the proposed zoning map amendment is consistent with the existing Master Plan:

See attached Statement of Justification

3. Explain how the property proposed for reclassification will be served adequately by essential public facilities and services such as highways, streets, parking spaces, police and fire, drainage structures, refuse disposal, water and sewers, and schools.

See attached Statement of Justification

4. If this application is for conditional zoning approval pursuant to Section 11-804 of the Zoning Ordinance, identify all proffered conditions that are to be considered part of this application (see Zoning Ordinance Section 11-804 for restrictions on conditional zoning):

N/A

## STATEMENT OF JUSTIFICATION

### Zoning Map and Text Amendment and CDD Concept Plan (#21) Applications

*Updated March 1, 2013*

The Applicants are requesting approval of a Zoning Map Amendment, Text Amendment and CDD Concept Plan to create a new Coordinated Development District (CDD), for proposed redevelopment consistent with the Beauregard Small Area Plan (the "Plan").

On May 12, 2012, City Council approved the Plan, which creates a vision for the Beauregard Corridor in the West End of the City of Alexandria. The Plan envisions a mix of uses that are carefully balanced and distributed throughout seven distinct neighborhoods, which are controlled by five different property owners/developers, and a new grid of streets that connects within and among these seven neighborhoods. The Plan also provides for significant community benefits, including dedication of right-of-way for transit and other road improvements, provision of affordable housing, dedication of land and funding for a new fire station, and contributions towards a new athletic field and enhanced streetscape and landscaping throughout the Plan area. These benefits, as well as the development envisioned to support these benefits, were the result of several years of close collaboration and cooperation between the five major property owners/developers, in conjunction with the City of Alexandria and the Beauregard Corridor Stakeholders Group. This continued coordination and cooperation among the property owners/developers, the City of Alexandria and other stakeholders, is imperative to achieving the goals and benefits of the Plan.

The Plan acknowledges that the success of redevelopment is directly related to the presence of civic, community and infrastructure necessary to serve the proposed development. Accordingly, the proposed CDD Concept Plan will further refine the vision in the Plan by establishing the conceptual framework for implementation of the Plan for future Development Special Use Permit ("DSUP") applications. This concept includes the framework for many of the benefits identified in the Plan, such as the creation of a new grid of streets throughout the Plan area, dedication of right-of-way along Beauregard Street for a new high-capacity transitway, the dedication of right-of-way along Seminary Road and Beauregard Street for road improvements, and improvements to utilities throughout the Plan area. The CDD provides additional details regarding the dedication of land and funding for a new fire station to be constructed at the corner of Beauregard Street and Sanger Avenue; provision, creation and funding for affordable housing; funding for a new athletic field and contributions for enhanced landscaping.

The proposed public and private infrastructure improvements (i.e., streets and stormwater management) serving individual property owners/developers will be detailed and provided during the DSUP process by each individual property owner/developer. The development schedule for the major public infrastructure improvements (i.e., the high-capacity transitway for Seminary Road and Beauregard Street and the fire station at

Beauregard Street and Sanger Avenue) will be determined by the City based on funding and need and set forth in the CDD conditions.

With respect to interim uses, the Application Property is currently largely developed and as such the existing uses would remain or be redeveloped consistent with the existing zoning. Prior to completion of additional infrastructure improvements, the CDD will be served by existing Police and Fire facilities. Fire Station #206 on Seminary Road and Fire Station #208 on Paxton Street are the primary service providers for the CDD area. Given the anticipated development, the City of Alexandria has recognized the need for two additional fire stations in the West End of Alexandria. One of the new proposed fire stations will be constructed on property dedicated by one of the property owners/developers. The Plan notes that the proposed redevelopment is not projected to materially impact the existing resources of the Police Department.

As noted above, the Plan envisions seven distinct neighborhoods and the CDD Concept Plans (CDD #21 and CDD #22) reflect that vision. Proposed building heights will be consistent with the recommendations on page 47, Figure 30 of the Plan and public open space consistent with the Plan is shown on the CDD. The parking ratio for the CDD will be in accordance with page 52, Table 3 of the Plan, included below:

LAND USE	PHASE I – PRIOR TO OPERATIONAL DEDICATED TRANSIT	PHASE II – OPERATIONAL DEDICATED TRANSIT
Residential (Multi-family)	1.75 sp/unit	1.3 sp/unit
Office	2.8 sp/1,000 square feet	2.5 sp/1,000 square feet
Townhouse	2.0 sp/unit	2.0 sp/unit
Retail	4.0 sp/1,000 square feet	3.5 sp/1,000 square feet
Hotel	1.0 sp/room	.75 sp/room

As envisioned in the Plan, this CDD proposes the following elements within the following neighborhoods.

#### Greenway

The Greenway neighborhood is residential in character with multi-family buildings and smaller-scale townhouses. Large public open spaces, including a greenway connection between Holmes Run Park and the Winkler Preserve, will also be found in the Greenway neighborhood. Consistent with the Plan, the Greenway neighborhood is proposed to contain 1,829 residential units and up to 13,250 square feet of optional retail.

#### Garden District

The Garden District is also largely residential with a blend of multi-family buildings and smaller scale townhouses to create a grand presence along major street frontages and a smaller, more intimate residential experience on neighborhood streets.



The new fire station will be located in this neighborhood. Consistent with the Plan, the Garden District is proposed to include 928 residential units and up to 21,355 square feet of optional retail.

#### Town Center

The Town Center, located adjacent to the planned high capacity transit stop, will contain a mix of uses (residential, office, hotel and retail) and a variety of open spaces, including a central town square. The design of the Town Center will contribute to the creation of an active, highly walkable destination for residents, workers, transit users and the surrounding community. The Town Center is proposed to include 2,319 residential units, 200,000 square feet of required retail, up to 109,245 square feet of optional retail, 237 hotel rooms and 405,165 square feet of office.

#### Adams

The Adams neighborhood contains the primary office component in the Plan area that is a critical element in the overall mixed-use development concept for the Beauregard Corridor. The office buildings, a restaurant and hotel will frame N. Beauregard Street and its intersection with Seminary Road, forming a welcoming entrance to the western part of the Corridor. Consistent with the Plan, the Adams neighborhoods is proposed to contain 1,020,765 square feet of office, up to 15,000 square feet of optional and 187 hotel rooms.

#### Upland Park

The Upland Park neighborhood is primarily residential, with townhouses and multi-family buildings, transitioning from the adjacent residential neighborhoods to a mix of uses (hotel or office, and retail) framing the intersection of N. Beauregard Street and Seminary Road. The distinctive feature of this neighborhood will be a large green public open space along Seminary Road. The Upland Park neighborhood is proposed to contain 535 residential units, 8, 000 square feet of required retail, up to 8,000 square feet of optional retail and 78,469 square feet of office or 140 hotel rooms. There is the potential for the parcel #010.04-03-19 at the intersection of Seminary Road and Beauregard Street to be incorporated into the CDD in the future in which case both the hotel and the office uses could be developed. Until such time as that occurs, the existing use on parcel #010.04-03-19 will remain and interim retail uses will be developed on the adjacent parcel.

#### Southern Towers

The Southern Towers neighborhood includes the existing multi-family building, which will remain. The CDD Concept Plan proposes the addition of new office, hotel and retail space with a potential grocery store at the intersection of N. Beauregard Street and Seminary Road. This neighborhood will include an active and inviting main street, as well as, a conveniently located transit stop for the planned high capacity transit

corridor. The additional development in the Southern Towers neighborhood will include 25,000 square feet of required retail, up to 80,000 square feet of optional retail, 187 hotel rooms and 195,000 square feet of office.

In summary, the Plan has been designed to integrate redevelopment in to the existing neighborhoods through height, transitions, building shoulders, setbacks and open space buffers. With the exception of four buildings that will remain to provide affordable housing, all buildings located in resource protection areas will be removed when redevelopment occurs and the resource protection areas will be stabilized. As a result, the proposed development will not create adverse effects on the adjacent and neighboring properties. The proposed applications are consistent with the goals and vision of the approved Plan to foster and create a vibrant, mixed-use community to include residential, office, hotel and retail uses.

In addition, the Applicants are proposing the adoption of Design Standards and Guidelines that will ensure that future development is consistent with the vision and goals of the Plan. These standards and guidelines address creation of the seven neighborhoods and the character associated with each. This character is established through standards and guidelines which address building form and massing, setbacks, height and transitions, and building entry treatments. The Design Standards and Guidelines also provide for architectural standards to ensure high-quality architecture and creation of a vibrant, enlivened aesthetic through the Plan area, such as storefronts, building materials, building features and garden walls and fences. Furthermore, the Design Standards and Guidelines establish parameters for streetscape, including sidewalks, street furniture and lighting. These Design Standards and Guidelines are a crucial component in the continued refinement of the vision in the Plan and will establish an aesthetic to ensure that the community being created throughout the Plan area will be of the quality and character desired by the City of Alexandria.

In furtherance of these goals and vision of the approved Plan, the Applicants request a Zoning Map and Text Amendment and approval of a CDD #21 Concept Plan.

**ATTACHMENT #1**  
**PROPERTY LOCATION AND OWNERSHIP ATTACHMENT**  
Zoning Map and Text Amendment and CDD #21 Concept Plan Applications  
*Updated March 1, 2013*

Property Address	Map-Block-Lot Number	Owner(s) Name	Owner Address
5105 Fairbanks Avenue	010.02-03-11	Estate of Elias W. Brown	5105 Fairbanks Avenue Alexandria, VA 22311
5115 Fairbanks Avenue	010.02-03-12	Christine S. Brown et al	c/o Patricia Rasmussen 6900 Kenfig Drive Falls Church, VA 22042
5121 Fairbanks Avenue	010.04-03-13	DB Foster LLC	Terra Co, Inc. 6711 Lee Highway Suite 3 Arlington, VA 22205
5129 Fairbanks Avenue	010.04-03-14	Bradley Buchanan	10859 Pam Drive Waldorf, MD 20603-5901
5118 Fairbanks Avenue	010.04-03-15	DB Foster LLC	Terra Co, Inc. 6711 Lee Highway Suite 3 Arlington, VA 22205
5106 Fairbanks Avenue	010.04-03-16	Frank Marshall Jr. and Ruth H. Marshall	Attn: Diane Carney 140 Castle Hill Road Windham, NH 03087
2641 Foster Avenue	010.04-03-17	Ben M. & Nancy C. Spicer	2641 Foster Avenue Alexandria, VA 22311
2638 Foster Avenue	010.04-03-18	Alexandria Development Associates LLC	Hekemian and Co, Inc. 505 Main Street Hackensack, NJ 07601
2648 Foster Avenue	010.04-03-21	Alexandria Development Associates LLC	
2658 Foster Avenue	010.04-03-22	Alexandria Development Associates LLC	
5165 Seminary Road	010.04-03-23	Alexandria Development Associates LLC	
5173 Seminary Road	010.04-03-24	Joseph M. & Ann Guiffre	540 Second Street Unit 301 Alexandria, VA 22314
5183 Seminary Road	010.04-03-25	Floyd W. Harrison, Jr.	8821 Lagrange Street Lorton, VA 22079
5066 Fairbanks Avenue	011.03-01-01	Peter Benavage and Mae Corliss, TR	15 Janis Drive Dover, DE 19901

2627 Foster Avenue	011.03-01-02	Alexandria Development Associates LLC	Hekemian and Co, Inc. 505 Main Street Hackensack, NJ 07601	
2623 Foster Avenue	011.03-01-03	Alexandria Development Associates LLC		
2618 Foster Avenue	011.03-01-04	Blanca I Ramirez and Heriberto A. Servellon	2618 Foster Avenue Alexandria, VA 22311	
5711 Sanger Avenue	018.04-01-26	Brookdale Residential LLC	4445 Willard Avenue Suite 400  Chevy Chase, MD 20815	
5600 Sanger Avenue	018.04-01-27	Brookdale Residential LLC		
5650 Rayburn Avenue	019.01-01-50	JBG Mark Center LLC		
1460 N. Beauregard Street	019.03-01-03	JBG Mark Center LLC		
1350 N. Beauregard Street	019.03-01-05	JBG Mark Center LLC		
1250 N. Beauregard Street	029.01-01-01	Brookdale Residential LLC		
5900 A Sanger Avenue	029.01-01-08	Brookdale Residential LLC		
5501 Sanger Avenue	029.03-01-06	Meadowcreek Lynbrook Residential LLC		
1500 N. Beauregard Street	019.02-01-03.S1	Lafayette Buildings LLC	Real Estate Tax Advisors, LLC P.O. Box 40509  Indianapolis, IN 46240  ----- 4900 Seminary Rd, Suite 900 Alexandria, Virginia 22311	
1600 N. Beauregard Street	019.02-01-03.S2	Lafayette Buildings LLC		
1700 N. Beauregard Street	019.02-01-03.S3	Lafayette Buildings LLC		
1800 N. Beauregard Street	019.02-01-03.S4	Lafayette Buildings LLC		
1900 N. Beauregard Street	019.02-01-03.S7	Lafayette Buildings LLC		
2000 N. Beauregard Street	019.02-01-03.S8	Lafayette Buildings LLC		
5055 Seminary Road	020.01-01-03	Southern Towers LLC		Attn: Snell Construction Co. 4600 N. Fairfax Drive Suite 1000 Arlington, VA 22203

**ATTACHMENT #2**  
**APPLICANT INFORMATION ATTACHMENT**  
Zoning Map and Text Amendment and CDD #21 Development Concept Plan Applications  
*Updated March 1, 2013*

Alexandria Development Associates, LLC  
c/o Hekemian and Co Inc.  
505 Main Street  
Hackensack, NJ 07601

JBG/Mark Center Developer, L.L.C  
c/o The JBG Companies  
4445 Willard Avenue  
Suite 400  
Chevy Chase, MD 20815

Lafayette Buildings, LLC  
c/o Duke Realty  
4900 Seminary Road  
Suite 900  
Alexandria, Virginia 22311

Southern Towers, LLC  
4600 N. Fairfax Drive  
Suite 1000  
Arlington, VA 22203

**ATTACHMENT #3**  
**AGENT INFORMATION ATTACHMENT**  
Zoning Map and Text Amendment and CDD #21 Concept Plan Applications  
*Updated March 1, 2013*

M. Catharine Puskar  
Agent for Alexandria Development Associates, LLC and JBG/Mark Center Developer, L.L.C  
Walsh, Colucci, Lubeley, Emrich & Walsh, PC  
2200 Clarendon Boulevard  
Suite 1300  
Arlington, VA 22201  
703.528.4700  
703.525.3197 (fax)

Kenneth W. Wire  
Agent for Southern Towers, LLC and Lafayette Buildings, LLC  
McGuire Woods  
1750 Tysons Boulevard, #1800  
McLean, VA 22102  
703.712.5000  
703.712.5231 (fax)

**ATTACHMENT #4**  
**SUBJECT PROPERTY ATTACHMENT**  
Zoning Map and Text Amendment and CDD #21 Concept Plan Applications  
*Updated March 1, 2013*

<b>Address</b> <b>Tax Map-Block-Lot</b>	<b>Land Use</b> <b>Existing-Proposed</b>	<b>Master Plan Designation</b> <b>Existing-Proposed</b>	<b>Zoning Designation</b> <b>Existing-Proposed</b>	<b>Frontage (ft.)</b> <b>Land Area (acres)</b>
5105 Fairbanks Avenue 010.02-03-11	Single Family – Residential, Office, Hotel and Retail	Consistent with Beauregard Small Area Plan – No Change Proposed	Existing: R12 Proposed: CDD #21	9.25 acres
5115 Fairbanks Avenue 010.02-03-12				
5121 Fairbanks Avenue 010.04-03-13				
5129 Fairbanks Avenue 010.04-03-14				
5118 Fairbanks Avenue 010.04-03-15				
2641 Foster Avenue 010.04-03-17				
2638 Foster Avenue 010.04-03-18				
5143 Seminary Road 010.04-03-20				
2648 Foster Avenue 010.04-03-21				
2658 Foster Avenue 010.04-03-22				
5165 Seminary Road 010.04-03-23				
5173 Seminary Road 010.04-03-24				
5183 Seminary Road 010.04-03-25				
5066 Fairbanks Avenue 011.03-01-01				
2627 Foster Avenue 011.03-01-02				
2623 Foster Avenue 011.03-01-03				
2618 Foster Avenue 011.03-01-04				

5711 Sanger Avenue 018.04-01-26 5600 Sanger Avenue 018.04-01-27 5650 Rayburn Avenue 019.01-01-50 1460 N. Beauregard Street 019.03-01-03 1350 N. Beauregard Street 019.03-01-05 1250 N. Beauregard Street 029.01-01-01 5900A Sanger Avenue 029.01-01-08 5501 Sanger Avenue 029.03-01-06	Residential – Residential, Office, Hotel and Retail	Consistent with Beauregard Small Area Plan – No Change Proposed	Existing: CDD #4 Proposed: CDD #21	137.06 acres
1500 N. Beauregard Street 019.02-01-03.S1 1600 N. Beauregard Street 019.02-01-03.S2 1700 N. Beauregard Street 019.02-01-03.S3 1800 N. Beauregard Street 019.02-01-03.S4 1900 N. Beauregard Street 019.02-01-03.S7 2000 N. Beauregard Street 019.02-01-03.S8	Office and Retail – Office, Retail and Hotel	Consistent with Beauregard Small Area Plan – No Change Proposed	Existing: CDD #4 Proposed: CDD #21	19.16 acres
5055 Seminary Road 020.01-01-03	Residential - Residential	Consistent with Beauregard Small Area Plan – No Change Proposed	Existing: RC Proposed: CDD #21	8.28 acres



## OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

**1. Applicant.** State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. Alexandria Development Associates, LLC	c/o Hekemian and Co Inc 505 Main Street	See Disclosure Attachment
2.	Hackensack, NJ 07601	
3.		

**2. Property.** State the name, address and percent of ownership of any person or entity owning an interest in the property located at See Disclosure Attachment (address), unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. See Disclosure Attachment	See Disclosure Attachment	See Disclosure Attachment
2.		
3.		

**3. Business or Financial Relationships.** Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of person or entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
1. None		
2.		
3.		

**NOTE:** Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.

As the applicant or the applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.

3/1/13  
Date

M. Catharine Puskar  
Printed Name

  
Signature

**Alexandria City Council**

William Euille  
Allison Silberberg  
John T. Chapman  
Timothy Lovain  
Redella "Del" Pepper  
Paul Smedberg  
Justin Wilson

**Planning Commission**

John Komoroske  
H. Stewart Dunn, Jr.  
Derek Hyra  
Mary Lyman  
Maria Wasowski  
Eric Wagner  
Nathan Macek

**Board of Zoning Appeals**

Mark Allen  
Geoffrey Goodale  
Jennifer Walker  
Stephen Koenig  
Melinda Lyle  
Jennifer Lewis  
Eric Zander

**Board of Architectural Review  
Old and Historic District**

Thomas Hulfish  
Oscar Fitzgerald  
Chip Carlin  
Arthur Keleher  
Wayne Neale  
Peter Smeallie  
John Von Senden

**Board of Architectural Review  
Parker-Gray District**

William Conkey  
Theresa del Ninno  
Robert Duffy  
Purvi Irwin  
Brendan Owens  
Philip Moffat  
Matthew Slowik

**Updated 3/1/2013**

**Definition of business and financial relationship.**

Section 11-351(A) of the Zoning Ordinance defines a business or financial relationship as any of the following:

- (1) a direct one;
- (2) by way of an ownership entity in which the member or a member of his immediate household is a partner, employee, agent or attorney;
- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.

# DISCLOSURE ATTACHMENT

Updated March 1, 2013

5183 Seminary Road	010.04-03-25	Floyd W. Harrison, Jr. 8821 Lagrange Street Lorton, VA 22079	100%
5173 Seminary Road	010.04-03-24	Joseph M. & Ann Guiffre 540 Second Street Unit 301 Alexandria, VA 22314	100%
5165 Seminary Road	010.04-03-23	Alexandria Development Associates LLC Hekemian and Co, Inc. 505 Main Street Hackensack, NJ 07601	Hekemian Virginia 111, LLC* DB Foster, LLC**
2658 Foster Avenue	010.04-03-22		
2648 Foster Avenue	010.04-03-21		
2638 Foster Avenue	010.04-03-18		
2627 Foster Avenue	011.03-01-02		
2623 Foster Avenue	011.03-01-03		
2641 Foster Avenue	010.04-03-17	Ben M. & Nancy C. Spicer 2641 Foster Avenue Alexandria, VA 22311	100%
5106 Fairbanks Avenue	010.04-03-16	Frank Marshall Jr. and Ruth H. Marshall Attn: Diane Carney 140 Castle Hill Road Windham, NH 03087	100%
5118 Fairbanks Avenue	010.04-03-15	DB Foster LLC Terra Co, Inc. 6711 Lee Highway Suite 3 Arlington, VA 22205	John J. Donahue Howard Brock, Jr. Stanley Brock DBM Global Assets, LLC***
5121 Fairbanks Avenue	010.04-03-13		
5129 Fairbanks Avenue	010.04-03-14	Bradley Buchanan 10859 Pam Drive Waldorf, MD 20603	100%

5105 Fairbanks Avenue	010.02-03-11	Estate of Elias W. Brown 5105 Fairbanks Avenue Alexandria, VA 22311	100%
5115 Fairbanks Avenue	010.02-03-12	Christine S. Brown et al c/o Patricia Rasmussen 6900 Kenfig Drive Falls Church, VA 22042	100%
5066 Fairbanks Avenue	011.03-01-01	Peter Benavage and Mae Corliss, TR 15 Janis Drive Dover, DE 19901	100%
2618 Foster Avenue	011.03-01-04	Blanca I Ramirez and Heriberto A. Servellon 2618 Foster Avenue Alexandria, VA 22311	100%

\*Hekemian Virginia 111, LLC  
Robert Hekemian, Jr.  
Bryan Hekemian  
David Hekemian  
Christopher Bell

60

\*\*DB Foster, LLC  
John J. Donahue  
Howard Brock, Jr.  
Stanley Brock  
DBM Global Assets, LLC\*\*\*

\*\*\*DBM Global Assets, LLC  
Stanley Brock  
Peter Andrew Dechat

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5183 Seminary Road  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Floyd W. Harrison, Jr.

By: Floyd W. Harrison Jan, 25, 2012

Mary Harrison

By: Mary H. Harrison

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5173 Seminary Road  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.


If you have any questions, please do not hesitate to contact me.

Very truly yours,

Joseph M. Guiffre

By: 

Ann Guiffre

By: 

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 2641 Foster Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

✓  
Nancy C. Spicer

By:

*Nancy C. Spicer*

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5106 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Ruth Marshall c/o Ms. Diane Carney (conservator & guardian)

By:

Diane Carney  
Guardian



**CERTIFICATE/LETTER OF QUALIFICATION**

VA. CODE §§ 6.1-70, 6.1-195.28,  
6.1-208.3, 6.1-208.5, 13.1-428,  
64.1-122, 64.1-128

Fiduciary No. CW09001685

COMMONWEALTH OF VIRGINIA

CIRCUIT COURT OF THE CITY OF ALEXANDRIA

I, the duly qualified clerk/deputy clerk of this Court, **CERTIFY** that on  
December 9, 2009

Diane Carney, Windham, New Hampshire 03087

duly qualified in this court, under applicable provision of law,

as Guardian and Conservator of the Estate of  
Ruth Marshall.

The powers of the fiduciary named above continue in full force and effect.

\$1,750,000.00 bond has been posted.

Given under my hand and seal of this Court on August 16, 2011.

EDWARD SEMONIAN, Clerk

By:  \_\_\_\_\_, Deputy Clerk

This bond is still in full  
force and effect as of this  
*30th* day of *Aug*, *2011*

Teste: EDWARD SEMONIAN, Clerk

By:  \_\_\_\_\_  
Deputy Clerk

NOT VALID WITHOUT  
RAISED COURT SEAL

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5129 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read "Bradley Buchanan". The signature is fluid and cursive, with a large, sweeping "B" at the beginning.

Bradley Buchanan

By: \_\_\_\_\_

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5105 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Elias W. Brown  
James E. Brown, Executor

By:  EXECUTOR

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5115 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Nancy Shanks

By: Nancy E. Shanks

Christine Brown

By: Christine A. Brown

Priscilla Rasmussen

By: Priscilla A. Rasmussen

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5066 Fairbanks Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Peter Benavage & Corliss – Mae Benavage  
Peter Benavage, (son) Attorney-In-Fact

By:  (son)

January 23, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 2618 Foster Avenue  
Alexandria, VA 22311

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Blanca I. Ramirez & Heriberto A. Servellon

By: Heriberto A. Servellon

*Blanca I Ramirez*

## OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

**1. Applicant.** State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. JBG/Mark Center Developer, L.L.C	4445 Willard Avenue Suite 400	See Disclosure Attachment
2.	Chevy Chase, MD 20815	
3.		

**2. Property.** State the name, address and percent of ownership of any person or entity owning an interest in the property located at See Disclosure Attachment (address), unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. JBG/Mark Center, L.L.C.	4445 Willard Avenue	See Disclosure Attachment
2. Brookdale Residential, L.L.C.	Suite 400	See Disclosure Attachment
3. Meadowcreek/Lynbrook Residential, L.L.C.	Chevy Chase, MD 20815	See Disclosure Attachment

**3. Business or Financial Relationships.** Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose **any** business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of person or entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
1. None		
2.		
3.		

**NOTE:** Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.

As the applicant or the applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.

3/1/13  
Date

M. Catharine Puskar  
Printed Name

  
Signature

**Alexandria City Council**

William Euille  
Allison Silberberg  
John T. Chapman  
Timothy Lovain  
Redella "Del" Pepper  
Paul Smedberg  
Justin Wilson

**Planning Commission**

John Komoroske  
H. Stewart Dunn, Jr.  
Derek Hyra  
Mary Lyman  
Maria Wasowski  
Eric Wagner  
Nathan Macek

**Board of Zoning Appeals**

Mark Allen  
Geoffrey Goodale  
Jennifer Walker  
Stephen Koenig  
Melinda Lyle  
Jennifer Lewis  
Eric Zander

**Board of Architectural Review  
Old and Historic District**

Thomas Hulfish  
Oscar Fitzgerald  
Chip Carlin  
Arthur Keleher  
Wayne Neale  
Peter Smeallie  
John Von Senden

**Board of Architectural Review  
Parker-Gray District**

William Conkey  
Theresa del Ninno  
Robert Duffy  
Purvi Irwin  
Brendan Owens  
Philip Moffat  
Matthew Slowik

**Updated 3/1/2013**

**Definition of business and financial relationship.**

Section 11-351(A) of the Zoning Ordinance defines a business or financial relationship as any of the following:

- (1) a direct one;
- (2) by way of an ownership entity in which the member or a member of his immediate household is a partner, employee, agent or attorney;
- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.



## **DISCLOSURE STATEMENT ATTACHMENT**

### **JBG/Mark Center, L.L.C.**

4445 Willard Avenue, #400  
Chevy Chase, MD 20815

Managing Member:  
JBG/Company Manager II, L.L.C

Member:  
JBG Urban, L.L.C. (100%)

Managing Member:  
JBG/Urban Manager, L.L.C.\*\*

Members:  
JBG/Urban Direct Member, L.L.C. (18%)

Managing Member:  
JBG/Company Manager IV, L.L.C.\*\*

Members:  
JBG/Urban Qualified Investor, L.L.C.\*\*  
JBG/Urban Member, L.L.C.

The only member that owns more than 10% is  
SSF III June Bug, LP\*\*

MFP-JBGU, LLC (82%)

Members:  
MacFarlane Urban Real Estate Fund II, L.P. (88%)

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC

Members:  
MacFarlane Partners Investment Management, LLC

Member:  
MPIM Holdings, LLC

Member:  
MacFarlane Partners, LLC

Member:  
Victor B. MacFarlane

GS REA HOLDINGS, LLC

Member:  
The Goldman Sachs Group, Inc.

Limited Partners:

New Jersey Division of Pension and Benefits-Common Fund E\*  
Treasurer of the State of Connecticut as Trustee for the State of  
Connecticut Retirement Plans and Trust Funds\*  
Illinois State Board of Investment\*  
The Regents of the University of California\*  
The State of Texas for the Use and Benefit of the Permanent  
School Fund\*  
Los Angeles City Employees' Retirement System\*  
Teacher Retirement System of Texas\*  
Connecticut General Life Insurance Company\*\*  
Life Insurance Company of North America\*\*  
MetLife Insurance Company of Connecticut\*\*  
Swiss Re Partnership Holding LLC\*\*  
Hartford Life Insurance Company\*\*

JBGU Parallel SPE, LLC (12%)

Sole Member:  
MacFarlane Urban Real Estate Fund II (Parallel), L.P.

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC  
(see breakdown above)

Limited Partners:  
Stichting Pensioen funds voor de Gezondheid, Geestelijke  
en Maatschappelijke Belangen\*

The James Irvine Foundation\*\*

\*There are thousands and/or millions of members in this pension fund, none of whom own 10% or more of JBG/Mark Center, L.L.C.

\*\*Owns less than 10% of JBG/Mark Center, L.L.C.

## **DISCLOSURE STATEMENT ATTACHMENT**

### **Meadowcreek/Lynbrook Residential**

4445 Willard Avenue, #400  
Chevy Chase, MD 20815

Managing Member:  
JBG/Company Manager II, L.L.C

Member:  
JBG Urban, L.L.C. (100%)

Managing Member:  
JBG/Urban Manager, L.L.C.\*\*

Members:  
JBG/Urban Direct Member, L.L.C. (18%)

Managing Member:  
JBG/Company Manager IV, L.L.C.\*\*

Members:  
JBG/Urban Qualified Investor, L.L.C.\*\*  
JBG/Urban Member, L.L.C.

The only member that owns more than 10% is  
SSF III June Bug, LP\*\*

MFP-JBGU, LLC (82%)

Members:  
MacFarlane Urban Real Estate Fund II, L.P. (88%)

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC

Members:  
MacFarlane Partners Investment Management, LLC

Member:  
MPIM Holdings, LLC

Member:  
MacFarlane Partners, LLC

Member:  
Victor B. MacFarlane

GS REA HOLDINGS, LLC

Member:  
The Goldman Sachs Group, Inc.

Limited Partners:

New Jersey Division of Pension and Benefits-Common Fund E\*  
Treasurer of the State of Connecticut as Trustee for the State of  
Connecticut Retirement Plans and Trust Funds\*  
Illinois State Board of Investment\*  
The Regents of the University of California\*  
The State of Texas for the Use and Benefit of the Permanent  
School Fund\*  
Los Angeles City Employees' Retirement System\*  
Teacher Retirement System of Texas\*  
Connecticut General Life Insurance Company\*\*  
Life Insurance Company of North America\*\*  
MetLife Insurance Company of Connecticut\*\*  
Swiss Re Partnership Holding LLC\*\*  
Hartford Life Insurance Company\*\*

JBGU Parallel SPE, LLC (12%)

Sole Member:  
MacFarlane Urban Real Estate Fund II (Parallel), L.P.

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC  
(see breakdown above)

Limited Partners:  
Stichting Pensioen funds voor de Gezondheid, Geestelijke  
en Maatschappelijke Belangen\*

The James Irvine Foundation\*\*

\*There are thousands and/or millions of members in this pension fund, none of whom own 10% or more of JBG/Mark Center, L.L.C.

\*\*Owns less than 10% of JBG/Mark Center, L.L.C.

## DISCLOSURE STATEMENT ATTACHMENT

### **Brookdale Residential, L.L.C.**

4445 Willard Avenue, #400  
Chevy Chase, MD 20815

Managing Member:  
JBG/Company Manager II, L.L.C

Member:  
JBG Urban, L.L.C. (100%)

Managing Member:  
JBG/Urban Manager, L.L.C.\*\*

Members:  
JBG/Urban Direct Member, L.L.C. (18%)

Managing Member:  
JBG/Company Manager IV, L.L.C.\*\*

Members:  
JBG/Urban Qualified Investor, L.L.C.\*\*  
JBG/Urban Member, L.L.C.

The only member that owns more than 10% is  
SSF III June Bug, LP\*\*

MFP-JBGU, LLC (82%)

Members:  
MacFarlane Urban Real Estate Fund II, L.P. (88%)

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC

Members:  
MacFarlane Partners Investment Management, LLC

Member:  
MPIM Holdings, LLC

Member:  
MacFarlane Partners, LLC

Member:  
Victor B. MacFarlane

GS REA HOLDINGS, LLC

Member:  
The Goldman Sachs Group, Inc.

Limited Partners:

New Jersey Division of Pension and Benefits-Common Fund E\*  
Treasurer of the State of Connecticut as Trustee for the State of  
Connecticut Retirement Plans and Trust Funds\*  
Illinois State Board of Investment\*  
The Regents of the University of California\*  
The State of Texas for the Use and Benefit of the Permanent  
School Fund\*  
Los Angeles City Employees' Retirement System\*  
Teacher Retirement System of Texas\*  
Connecticut General Life Insurance Company\*\*  
Life Insurance Company of North America\*\*  
MetLife Insurance Company of Connecticut\*\*  
Swiss Re Partnership Holding LLC\*\*  
Hartford Life Insurance Company\*\*

JBGU Parallel SPE, LLC (12%)

Sole Member:  
MacFarlane Urban Real Estate Fund II (Parallel), L.P.

General Partner:  
MacFarlane Urban Real Estate Fund Management, LLC  
(see breakdown above)

Limited Partners:  
Stichting Pensioen funds voor de Gezondheid, Geestelijke  
en Maatschappelijke Belangen\*

The James Irvine Foundation\*\*

\*There are thousands and/or millions of members in this pension fund, none of whom own 10% or more of JBG/Mark Center, L.L.C.

\*\*Owns less than 10% of JBG/Mark Center, L.L.C.

THE JBG COMPANIES

June 12, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 1350 N. Beauregard Street

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

JBG/Mark Center, L.L.C.

By: JBG/Company Manager II, L.L.C.  
its managing member

By:   
Name: Michael J. Glosserman  
Title: Managing Member

THE JBG COMPANIES\*

June 12, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 1460 N. Beauregard Street

Dear Ms. Hamer:

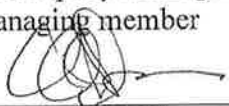
As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

JBG/Mark Center, L.L.C.

By: JBG/Company Manager II, L.L.C.  
its managing member

By:   
Name: Michael J. Glosserman  
Title: Managing Member



THE JBG COMPANIES

June 12, 2012

Farroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Address: 5650 Rayburn Avenue

Dear Ms. Hamer:

As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

JBG/Mark Center, L.L.C.

By: JBG/Company Manager II, L.L.C.  
its managing member

By:   
Name: Michael J. Glosserman  
Title: Managing Member

THE JBG COMPANIES

June 15, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Addresses: 5711 Sanger Avenue, 5600 Sanger Avenue, 1250 N. Beauregard Street,  
5900A Sanger Avenue

Dear Ms. Hamer:


As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Brookdale Residential, L.L.C.

By: JBG/Company Manager, L.L.C.,  
its Managing Member

By:   
Name: Robert A. Stewart  
Title: Managing Member

THE JBG COMPANIES

June 15, 2012

Faroll Hamer  
Director  
City of Alexandria, Department of Planning and Zoning  
Room 2100, City Hall  
301 King Street  
Alexandria, VA 22314

Re: Owner Consent  
Addresses: 5501 Sanger Avenue

Dear Ms. Hamer:


As owner of the above-referenced property, we hereby consent to the filing of a rezoning and CDD with Concept Plan application for the above-referenced property.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Meadowcreek/Lynbrook Residential, L.L.C.

By: JBG/Company Manager, L.L.C.,  
its Managing Member

By:   
Name: Robert A. Stewart  
Title: Managing Member

## OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

1. **Applicant.** State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
Lafayette Real Estate LLC ("LRE")	c/o Duke Realty Corporation 4900 Seminary Road, Suite 900 Alexandria, Virginia 22311	100% of Applicant

2. **Property.** State the name, address and percent of ownership of any person or entity owning an interest in the property located at 1500, 1600, 1700, 1800, 1900 and 2000 N. Beauregard, Alexandria, Virginia unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
Duke Realty Limited Partnership ("DRLP")	c/o Duke Realty Corporation 4900 Seminary Road, Suite 900 Alexandria, Virginia 22311	30% of LRE
Duke Acquisition, Inc. ("DA")	c/o Duke Realty Corporation 4900 Seminary Road, Suite 900 Alexandria, Virginia 22311	49.01 % of DRLP
Duke Realty Corporation ("DRE"). Note: DRE is a publically traded company	c/o Duke Realty Corporation 4900 Seminary Road, Suite 900 Alexandria, Virginia 22311	48.97 % of DRLP and 100% of DA
Belcrest Realty Corporation ("Belcrest")	c/o Eaton Vance Management 2 International Place Boston, VA 02110	70% of LRE
Belcrest Capital Fund LLC	c/o Eaton Vance Management 2 International Place Boston, VA 02110	15% of Belcrest

3. **Business or Financial Relationships.** Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of Person or Entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
None.		

**NOTE:** Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.

As the Applicant or the Applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.


Lafayette Buildings, LLC, a Delaware limited liability company

By: Lafayette Real Estate LLC,  
a Delaware limited liability company its sole member

By: Duke Realty Limited Partnership, an Indiana limited partnership,  
its Administrator

By: Duke Realty Corporation, an Indiana corporation,  
its sole general partner

By:

  
Peter S. Scholz  
Senior Vice President, Washington, D.C.

Date:

3/21/2012

**Alexandria City Council**

William Euille  
Allison Silberberg  
John T. Chapman  
Timothy Lovain  
Redella "Del" Pepper  
Paul Smedberg  
Justin Wilson

**Planning Commission**

John Komoroske  
H. Stewart Dunn, Jr.  
Derek Hyra  
Mary Lyman  
Maria Wasowski  
Eric Wagner  
Nathan Macek

**Board of Zoning Appeals**

Mark Allen  
Geoffrey Goodale  
Jennifer Walker  
Stephen Koenig  
Melinda Lyle  
Jennifer Lewis  
Eric Zander

**Board of Architectural Review  
Old and Historic District**

Thomas Hulfish  
Oscar Fitzgerald  
Chip Carlin  
Arthur Keleher  
Wayne Neale  
Peter Smeallie  
John Von Senden

**Board of Architectural Review  
Parker-Gray District**

William Conkey  
Theresa del Ninno  
Robert Duffy  
Purvi Irwin  
Brendan Owens  
Philip Moffat  
Matthew Slowik

**Updated 3/1/2013**

**Definition of business and financial relationship.**

Section 11-351(A) of the Zoning Ordinance defines a business or financial relationship as any of the following:

- (1) a direct one;
- (2) by way of an ownership entity in which the member or a member of his immediate household is a partner, employee, agent or attorney;
- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.

## OWNERSHIP AND DISCLOSURE STATEMENT

Use additional sheets if necessary

**1. Applicant.** State the name, address and percent of ownership of any person or entity owning an interest in the applicant, unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. SOUTHERN TOWERS LLC	4600 N. FAIRFAX DR, ARLINGTON VA	100%
2.		
3.		

**2. Property.** State the name, address and percent of ownership of any person or entity owning an interest in the property located at 5055 SEMINARY RD (address), unless the entity is a corporation or partnership, in which case identify each owner of more than ten percent. The term ownership interest shall include any legal or equitable interest held at the time of the application in the real property which is the subject of the application.

Name	Address	Percent of Ownership
1. SNELL CONSTRUCTION CORP.	4600 N FAIRFAX DR, ARLINGTON VA	50%
2. CARRUTHER PROPERTIES LLC	4600 N FAIRFAX DR, ARLINGTON VA	50%
3.		

**3. Business or Financial Relationships.** Each person or entity listed above (1 and 2), with an ownership interest in the applicant or in the subject property is required to disclose any business or financial relationship, as defined by Section 11-350 of the Zoning Ordinance, existing at the time of this application, or within the 12-month period prior to the submission of this application with any member of the Alexandria City Council, Planning Commission, Board of Zoning Appeals or either Boards of Architectural Review.

Name of person or entity	Relationship as defined by Section 11-350 of the Zoning Ordinance	Member of the Approving Body (i.e. City Council, Planning Commission, etc.)
1. None		
2.		
3.		

**NOTE:** Business or financial relationships of the type described in Sec. 11-350 that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings.

As the applicant or the applicant's authorized agent, I hereby attest to the best of my ability that the information provided above is true and correct.

6/6/12

Date

PETER COLARULLI

Printed Name



Signature

**Alexandria City Council**

William Euille  
Allison Silberberg  
John T. Chapman  
Timothy Lovain  
Redella "Del" Pepper  
Paul Smedberg  
Justin Wilson

**Planning Commission**

John Komoroske  
H. Stewart Dunn, Jr.  
Derek Hyra  
Mary Lyman  
Maria Wasowski  
Eric Wagner  
Nathan Macek

**Board of Zoning Appeals**

Mark Allen  
Geoffrey Goodale  
Jennifer Walker  
Stephen Koenig  
Melinda Lyle  
Jennifer Lewis  
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**Updated 3/1/2013**

**Definition of business and financial relationship.**

Section 11-351(A) of the Zoning Ordinance defines a business or financial relationship as any of the following:

- (1) a direct one;
- (2) by way of an ownership entity in which the member or a member of his immediate household is a partner, employee, agent or attorney;
- (3) through a partner of the member or a member of his immediate household;
- (4) through a corporation in which any of them is an officer, director, employee, agent or attorney or holds 10 percent or more of the outstanding bonds or shares of stock of a particular class. In the case of a condominium, this threshold shall apply only if the applicant is the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium;
- (5) not as an ordinary customer or depositor relationship with a professional or other service provider, retail establishment, public utility or bank, which relationship shall not be considered a business or financial relationship;
- (6) created by the receipt by the member, or by a person, firm, corporation or committee on behalf of the member, of any gift or donation having a value of more than \$100, singularly or in the aggregate, during the 12-month period prior to the hearing on the application from the applicant.