

HOFFMAN COMPANY, LLC

2034 EISENHOWER AVE., SUITE 290
ALEXANDRIA, VIRGINIA 22314

(703) 960-4700 • FAX: (703) 960-1754

December 16, 2014

Mr. Gary Wagner, RLA
Principal Urban Planner
City of Alexandria
Department of Planning and Zoning
301 King Street, Room 2100
Alexandria, Virginia 22313

VIA E-MAIL & US MAIL

Re: DSUP #2014-0045 ("Stage 2 DSUP Application")
CDD Concept Plan CDD Amendment #2014-0004 ("CDD Parking Space Amendment")
Eisenhower East Block 2, 315 Stovall Street
TSA Application

Dear Mr. Wagner,

Please be advised that the Hoffman Family, LLC and Hoffman Management, Inc., the owners of the aforementioned development land assemblage otherwise known as Block 2 in the Eisenhower East Small Area Plan ("Owners"), have granted JBG Associates, L.L.C. ("JBG"), the license and authority to file and prosecute the approval of a Stage 2 DSUP Application for Block 2, as that term is defined in the Hoffman Process Agreement with the City, in furtherance of, and in accordance with, Stage 1 DSUP #2014-0009 (the "Stage 2 DSUP Application"), and to file an application for the transfer of ten (10) additional parking spaces from Block 4 to Block 2 under existing CDD Concept Plan CDD Amendment #2014-0004 (the "CDD Parking Space Amendment"), each also being referred to herein as an "Application" and collectively as "Applications," subject to the following conditions: (i) Owners reserve the right to require JBG to modify, amend or withdrawal either or both Applications in the event the Owners, at any time prior to Planning Commission and City Council approval thereof, beyond appeal, determine, in their sole judgment, jointly or severally, that: (a) the Stage 2 DSUP Application adversely affects the development of any land parcel or development block in Eisenhower East held by Owners or any "Hoffman" related entity; or (b) the Stage 2 DSUP Application materially alters or creates a conflicting precedent with respect to any existing zoning approvals, settlement agreement, process agreement or other instrument relating to the development of any land or development blocks in Eisenhower East held by the Owners or any "Hoffman" related entity or (c) the Stage 2 DSUP Application adversely alters or is inconsistent with any existing zoning approval, settlement agreement, process agreement or other instrument relating to the development of Block 2.

In addition, this license and authority for JBG to file and seek the approval of the Applications is subject to the following additional condition that JBG acknowledges and agrees that following the award of the TSA Lease to JBG and the transfer of Block 2 to JBG or its assigns from the Owners, JBG assumes all financial and other responsibility whatsoever for, and indemnifies the Owners from and against: (i) the satisfaction and fulfillment of all proffers, conditions, financial commitments, contributions and all other provisions contained in either Application or Stage 1 DSUP #2014-0009 (relating to the development of Block 2) or any site plans issued in connection with the Stage 2 DSUP Application, which

are of a monetary nature or otherwise quantifiable in relation to the cost of compliance with the same (e.g., affordable housing contributions; administrative and jurisdictional fees such as filing, review, annual TMP administration, etc.; off-site construction parking; utility fees; tap fees; HRTS sanitary sewer surcharge program participation costs or otherwise), and (ii) the satisfaction and fulfillment of all non-monetary proffers, conditions, contributions, and provisions contained in Stage 1 DSUP #2014-0009 (relating to the development of Block 2), either Application, and any site plans issued in relation to the Stage 2 DSUP Application., and (iii) the license and authority granted herein shall be void *ab initio* should JBG and the Owners fail to fully execute a binding Purchase Agreement for the purchase and sale of Block 2 prior to the public hearing date of either the CDD Parking Space Amendment or the Stage 2 DSUP Application, whichever, occurs first.

Sincerely,

HOFFMAN FAMILY, LLC

By: 

Hubert N. Hoffman, III, President
Hoffman Development, Inc.

And

HOFFMAN MANAGEMENT, INC.

By: 

Hubert N. Hoffman, III

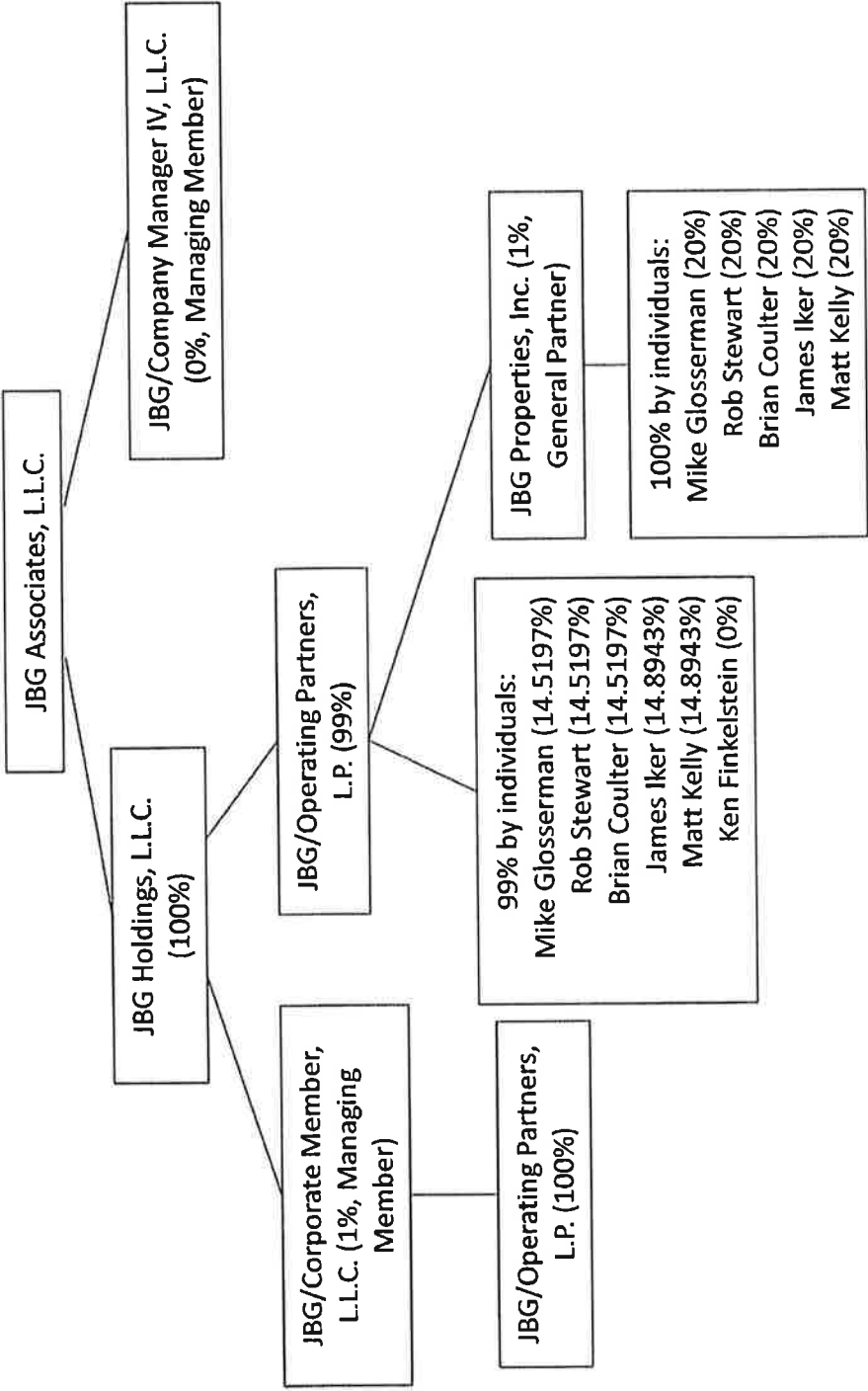
Its: Chief Executive Officer

Cc: Kristi Smith
The JBG Companies
4445 Willard Avenue, Suite 400
Chevy Chase, MD 20815-3690

M. Catherine Puskar, Esquire
WALSH, COLUCCI LUBELEY & WALSH, PC
2200 Clarendon Boulevard, Suite 1300
Arlington, Virginia 22201

Robert Kerns, Development Division Chief, P&Z
Trey Akers, Planner II, P&Z
Damaso Rodriguez, Sr. Planning Technician, P&Z

Disclosure Attachment
December 16, 2014
JBG Associates, L.L.C.
Applicant



Hoffman Family, L.L.C.

Properties: 301 Stovall Street, Alexandria VA 22314
315 Stovall Street, Alexandria VA 22314
314 Taylor Drive, Alexandria VA 22314

Ownership and Disclosure

Individual	Percentage	Disclosure of Relationships
Hubert N. Hoffman, III, Trustee of the Hubert N. Hoffman, Jr. Amended and Restated Revocable Living Trust dated May 2034 Eisenhower Ave., Suite 290 Alexandria, Virginia 22314	21.780000%	None
Hubert N. Hoffman, III 1402 Greenwood Place Alexandria, VA 22304	22.60002%	\$5,200 contribution to Euille for Congress on 2/10/2014
Nancy L. Connor 3809 Millcreek Drive Alexandria, VA 22003	11.83899%	None
Holly L. Nolting 618 Kings Cloister Circle Alexandria, VA 22302	20.806515%	None
Thomas N. Hoffman 821 Seneca Road Great Falls, VA 22066	20.806515%	\$5,200 contribution to Euille for Congress on 6/02/2014

Hoffman Management, Inc.

Properties: 312 Taylor Drive, Alexandria VA 22314

Ownership and Disclosure

Individual	Percentage	Disclosure of Relationships
Hoffman Family Trust	100%	None