

PROFFER

This Proffer, made this 31st day of May, 1996, by CAL COMPANY, L.L.C., a Virginia Limited Liability Company, hereinafter referred to as "Owner," to the County of James City, a political subdivision of the Commonwealth of Virginia, hereinafter referred to as "County."

WHEREAS, Owner holds title to certain real property in the County ("the Property"), described as follows:

ALL that certain lot, piece or parcel of land, lying and being in James City County, Virginia, shown as "PARCEL 'A' AND PARCEL 'B' SKIFFES CREEK BUSINESS CENTER, OWNED BY: NATIONSBANK OF VIRGINIA, N.A, ROBERTS DISTRICT, JAMES CITY COUNTY, VIRGINIA," dated 12/20/93, made by AES, Consulting Engineers, a copy of which is recorded in James City County Plat Book 63, page 22, and to which reference is made for a more particular description of the property herein conveyed.

Together with the right to use, in common with others, the private right of way designated as "Skiff's Creek Boulevard" as shown on the aforesaid plat.

Subject to all conditions, easements, covenants and restrictions of record or apparent on the ground.

WHEREAS, the Owner has applied to the County for rezoning of that portion of the Property designated as Parcel "B" which contains 4.34 Acres (from B-1) ("the Existing Zone") to R-5 ("the Proposed Zoning"); and

WHEREAS, the County may be unwilling to rezone Parcel B of the Property because the Proposed Zoning regulations may be deemed inadequate for the orderly development of the Property to be rezoned, because competing and incompatible uses may conflict; and

WHEREAS, more flexible and adaptable zoning methods are deemed advisable to permit the use of the Property to be rezoned; and

JOSEPH A. ABDELNOIR, P.C.
1148 PROFESSIONAL DRIVE
GOVERNOR BERKELEY
PROFESSIONAL CENTER
WILLIAMSBURG, VA 23185
PHONE (804) 229-5510
FAX (804) 229-8075

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WHEREAS, the Owner is desirous of offering certain proffers for the protection of the community that are not applicable to land similarly zoned, in addition to the regulations provided for in the Proposed Zoning regulations.

WITNESSETH: That for and in consideration of the County rezoning Parcel "B" of the Property from the Existing Zoning to the Proposed Zoning, and pursuant to Section 15.1-491.1 through 15.1-491.6 of the Code of Virginia and Section 20-16 et seq. of the Zoning Ordinance of the County, the Owner agrees that in addition to the regulations provided in the Proposed Zoning, it shall meet and comply with all of the following proffers for the development of Parcel "B" of the Property:

Proffers

1. No more than 31 dwelling units shall be constructed on the Property to be rezoned.
2. A tot lot of at least 14,400 square feet in size shall be provided that includes, at a minimum, the following equipment: one swing set, one see-saw and one sandbox. Substitutions of comparable equipment may be permitted with the approval of the Director of Planning. This tot lot shall be shown on the site plan for the Property and shall be installed prior to a Building Permit being issued for the 24th dwelling unit on the property.
3. An enhanced landscape plan shall be provided for the Pocahontas Trail frontage of Parcel "B" of the Property, which shall have 50% more vegetation than is required by the Zoning Ordinance and which shall be subject to approval by the Director of Planning.
4. The berm along the northern border of Parcel "B" of the Property shall be preserved to the extent that proper drainage and other utilities can be accommodated and additional

landscaping shall be planted along its top. A landscaping plan for the berm shall be submitted for approval by the Director of Planning.

5. Owner shall pay \$6,750.00 to the County for the installation of a sidewalk along Pocahontas Trail, between the site's western border and the Skiffes Creek entrance road within 90 days of approval of rezoning by the County.

6. Parcel "A" of the Property, containing 1.4266 Acres, will remain zoned B-1. If it is legally required to submit a subdivision plat dividing Parcel "A" from Parcel "B" of the Property, Owner will submit a subdivision plat prior to site plan approval.

7. The sanitary sewer shall be designed to provide future connection to the vacant B-1 property (Parcel "A") on the west side of the entrance road.

8. The design, construction materials, detailing and colors of development of the units shall be compatible with the existing Skiffes Creek townhouse development and shall be approved by the Director of Planning.

9. Parcel "B" of the Property shall not be accessed directly off of Pocahontas Trail and the entrance to Parcel "B" shall be no less than 140 feet from the Pocahontas Trail right of way.

10. A perpetual Road Maintenance Agreement approved by the County Attorney and signed by the Owner and Skiffe's Creek Terrace Homeowners Association shall be recorded after the time a site plan has been approved by the County for the development of Parcel B, but prior to the time any site work has begun and/or a building permit is issued by the County, whichever shall first occur.

WITNESS the following signatures and seals:

CAL COMPANY, L.L.C.

By Joseph A. Abdelnour, Manager
Joseph A. Abdelnour, Manager

STATE OF VIRGINIA

CITY OF WILLIAMSBURG, to-wit:

On this 3RD day of June, 1996, the foregoing Proffer Agreement was acknowledged before me by Joseph A. Abdelnour, Manager of CAL Company, L.L.C., a Virginia Limited Liability Company, on behalf of said Company.

[Handwritten signature]
NOTARY PUBLIC
My commission expires: 6-30-96

VIRGINIA: City of Williamsburg and County of James City, to Wit:
Filed Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City
29 day of July, 1996. To Proffer
was presented with certificate annexed and admitted to record at 9:28 o'clock
Teste: Helens S. Ward, Clerk
by Helens S. Ward
Deputy Clerk

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COMMONWEALTH OF VIRGINIA



PLEASE RETURN TO:
COUNTY ATTORNEY
JCC - BLDG. C

OFFICIAL RECEIPT
WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT
DEED RECEIPT

DATE: 07/29/96 TIME: 09:28:38 ACCOUNT: 830CLR960010569 RECEIPT: 96000017761
 CASHIER: CHB REG: NB04 TYPE: OTHER PAYMENT: FULL PAYMENT
 INSTRUMENT : 960010569 BOOK: 0 PAGE: 0 RECORDED: 07/29/96 AT 09:28
 GRANTOR NAME : CAL COMPANY LLC EX: N LOCALITY: CO
 GRANTEE NAME : COUNTY OF JAMES CITY EX: N PERCENT: 100%
 AND ADDRESS :
 RECEIVED OF : JCCO DATE OF DEED: 05/31/96
 CHECK : \$16.00
 DESCRIPTION 1: PARCEL A & PARCEL B SKIFFES CREEK BUSINESS
 2: CENTER PROFFERS
 CONSIDERATION:
 CODE DESCRIPTION PAID CODE DESCRIPTION MAP: PAID
 301 DEEDS 12.00 145 VSLF 3.00 1.00 1.00
 105 TECHNOLOGY FUND FEE 3.00
 TENDERED : 16.00
 AMOUNT PAID: 16.00
 CHANGE AMT : .00

CLERK OF COURT: HELENE S. WARD