

970009826

PROFFERS

THESE PROFFERS are made as of this 27th day of May, 1997, by CAMPUS DEVELOPMENTS L.L.C., (together with its successors and assigns, the "Owner").

RECITALS

A. Owner is the owner of certain real property (the "Property" in James City County, Virginia more particularly described as parcel (1-5) on James City County Real Estate Tax Map Page (47-3).

B. The Property is located at 1820 Jamestown Road and is now zoned LB, Limited Business.

C. Owner has applied for a rezoning of the Property from LB, Limited Business, to B-1, General Business, with proffers.

D. Owner desires to offer to the County certain conditions on the development of the Property not generally applicable to land zoned B-1 for the protection and enhancement of the community and to provide for the high-quality and orderly development of the Property.

NOW, THEREFORE, for and in consideration of the approval by the Board of Supervisors of James City County of the applied for rezoning, Owner agrees that it shall meet and comply with all of the following conditions in developing the Property. If the applied for rezoning is not granted by the County, the Proffers shall thereupon be null and void.

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CONDITIONS

1. LIMITATIONS ON USE. Without the amendment of this agreement the Property shall only be used for one or more of the following generally permitted uses as defined in the Zoning Ordinance of James City County:

- Adult day care center.
- An apartment or living quarters for a guard, caretaker, proprietor or the person employed on the premises, which is clearly secondary to the commercial use of the property.
- Banks and other similar financial institutions.
- Business, governmental and professional offices.
- Contractor's offices without storage of construction equipment or building materials.
- Day care and child care centers.
- Department stores, wearing apparel, furniture, carpet, shoe, tailor, dressmaking, candy, ice cream, florist, furrier, locksmith, pet, picture framing, stamp and coin, travel bureau, upholstery, yard goods, toys, music and records, tobacco and pipes, jewelry sales and service, books, greeting cards and sporting goods stores.
- Doctors, dentist and other medical clinics or offices.
- Drug stores, barber shops and beauty shops.
- Dry cleaners and laundries.
- Feed, seed and farm supply stores.
- Funeral homes.
- Health clubs, exercise clubs, fitness centers.
- Lodges, civic clubs, fraternal organizations and service clubs.
- New and/or rebuilt automotive parts sales (with storage limited to a fully enclosed building).
- Off-street parking as required by section 20-53 of the James City County Zoning Ordinance.
- Office supply stores, secretarial and duplicating services.
- Photography studios and sales, artist and sculptor studios, art and crafts and handicraft shops, antique shops, reproduction and gift shops.
- Plants and garden supply, hardware and paint, and home appliance sales and service stores.
- Printing and publishing.
- Restaurants, tea rooms and taverns.
- Retail food stores, bakeries and fish markets.
- Schools, fire stations, post offices, houses of worship and libraries.
- Timbering in accordance with Section 20-43 of the James City County Zoning Ordinance.
- Wholesale and warehousing (with storage limited to a fully enclosed building).

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2. LIMITATIONS ON SPECIALLY PERMITTED USES. Without the amendment of this agreement the Property shall only be used for one or more of the following specially permitted uses as defined in the Zoning Ordinance of James City County:

- Contractor's offices with storage of materials and equipment limited to a fully enclosed building.
- Convenience Stores; if fuel is sold, then in accordance with section 20-38 of the James City County Zoning Ordinance.
- Electrical substations (public or private), with a capacity of 5,000 kilovolt amperes or more and electrical transmission lines capable of transmitting 69 kilovolts or more.
- Flea markets.
- Marinas, docks, piers, yacht clubs, boat basins and servicing, repair and sale facilities for the same; if fuel is sold, then in accordance with section 20-38 of the James City County Zoning Ordinance.
- Plumbing and electrical supply (with storage limited to a fully enclosed building).
- Processing, assembly and manufacture of light industrial products or components, with all storage, processing, assembly and manufacture conducted indoors and under cover, with no dust, noise, odor or other objectionable effect.
- Publicly owned solid waste container sites.
- Railroad facilities including tracks, bridges and stations. However, spur lines which are to serve and are accessory to existing or proposed development adjacent to existing railroad right-of-ways and track and safety improvements in existing railroad right-of-ways are permitted generally and shall not require a special use permit.
- Telephone exchanges and telephone switching stations.
- Transmission pipelines (public or private), including pumping stations and accessory storage, for natural gas, propane gas, petroleum products, chemicals, slurry coal and any other gases, liquids or solids. However, extensions for private connections to existing pipelines, which are intended to serve an individual residential or commercial customer and which are accessory to existing or proposed development, are permitted generally and shall not require a special use permit.
- Water facilities (public or private), and sewer facilities (private), including, but not limited to, treatment plants, pumping stations, storage facilities and transmission mains, wells and associated equipment to existing mains, with no additional connections to be made to the line which are intended to serve an individual customer and which are accessory to existing or proposed development, and distribution lines and local facilities within a development, including pump stations, are permitted generally and shall not require a special use permit.

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3. HEADINGS. All section and subsection headings of Conditions herein are for convenience only and are not a part of these proffers.

4. SEVERABILITY. If any condition or part thereof set forth herein shall be held invalid or unenforceable for any reason by a court of competent jurisdiction, the invalidity or unenforceability of such condition or part thereof shall not invalidate any other remaining condition contained in the Proffers.

WITNESS the following signatures and seals:

COLLEGE AND UNIVERSITY COMPUTERS, INC.
By: [Signature]
Title: President

STATE OF VIRGINIA
CITY/STATE OF JAMES CITY, to wit:
COUNTY

The foregoing instrument was acknowledged before me this 27th day of MAY, 1997 by LEE C. SCRUGGS as PRESIDENT of College and University Computers, Inc.

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[Signature]
NOTARY PUBLIC

Prepared by:

My Comm. Exps. 7-31, 1999

Paul Holt
James City County Planning Department
101-E Mounts Bay Road
P.O. Box 8784
Williamsburg, VA 23187

VIRGINIA: City of Williamsburg and County of James City, to Wit:
In the Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City on 24 day of June, 1997. This Proffer was presented with certificate annexed and admitted to record at 12:42 o'clock
Tested: Helene S. Ward, Clerk
by [Signature]
Deputy Clerk



COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT
DEED RECEIPT

DATE: 06/24/97 TIME: 12:48:59 ACCOUNT: 830CLR970009826 RECEIPT: 97000016357
CASHIER: CHB REG: WB04 TYPE: OTHERPL PAYMENT: FULL PAYMENT
INSTRUMENT : 970009826 BOOK: PAGE: RECORDED: 06/24/97 AT 12:48
GRANTOR: CAMPUS DEVELOPMENTS L L C EX: N LDC: CO
GRANTEE: JAMES CITY COUNTY EX: N PCT: 100%

AND ADDRESS :
RECEIVED OF : JCCO DATE OF DEED: 05/27/97

CHECK : \$13.00
DESCRIPTION 1: PARCEL 1-5 1820 JAMESTOWN ROAD

2:
CONSIDERATION: .00 ASSUME/VAL: .00 MAP: PAID
CODE DESCRIPTION PAID CODE DESCRIPTION PAID
301 DEEDS 12.00 145 VSLF 1.00

TENDERED : 13.00
AMOUNT PAID: 13.00
CHANGE AMT : .00

CLERK OF COURT: HELENE S. WARD