

910015423
PROFFERS

THESE PROFFERS are made this 18th day of August, 1997, by OLDE GREENWICH CREDIT CORP., a Virginia corporation, and EVELYN ANDERSON, Owners; and JOHN E. DODSON, Contract Purchaser;

A. Owners are the owners of certain real properties in James City County, Virginia, and Contract Purchaser has valid contracts for the purchase of same, the Property is more particularly described as parcels 1-8 and 1-9 on James City County Real Estate Tax Map, Page 24-1.

B. The Property is located at 7067 and 7101 Richmond Road and is now zoned A-1.

C. Owners and purchaser have applied for a rezoning of the properties from A-1 to B-1 with proffers.

D. Owners and purchaser desire 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, Owners and purchaser agree that they 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.

CONDITIONS

1. The traffic study and the improvements recommended therein shall be reviewed and approved by the County and VDOT prior to final site plan approval. After said approval, the Owners and purchaser shall construct said improvements in

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the Traffic Study or guarantee the construction of same with corporate surety or cash bond in accordance with the applicable standards of the County and VDOT all prior to the issuance of certificates of occupancy for the prescribed improvements.

2. The main building and site shall have an exterior appearance that has an architecture, scale, materials, color and design that are similar to, and complement, the unique historic character of the Norge area and is generally consistent with the policies and standards for the Norge area in the Comprehensive Plan, with the final design subject to Planning Director approval. Building elevations and color and material samples shall be submitted prior to preliminary site plan approval.

3. The storm water management pond as shown on plans drawn by AES Consulting Engineers dated July 30, 1997 and titled "Williamsburg Dodge", shall be landscaped prior to the development of the immediately adjacent property. This landscaping shall be installed within two months of final site plan approval or final subdivision approval for the development of the adjacent property. The landscaping plan shall be submitted with the site plan to be approved by the Planning Director and shall meet the Landscape Ordinance requirements for screening objectionable features. With approval from the Planning Director, this requirement may be modified.

4. If approved by the Virginia Department of Transportation, at such time a public road is constructed parallel to and adjacent to the northern property line of the Property, Owners shall construct an entrance to the Property in the location shown as "future access" on plans drawn by AES Consulting Engineers, titled "Williamsburg Dodge" and dated July 30, 1997.

5. This Property shall be used for vehicle and trailer sales and service as defined in the James City County Zoning Ordinance.

6. 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:

OLDE GREENWICH CREDIT CORP.

By: William J. Billingsby
Title: Pres.

John E. Dodson
Attorney in Fact for Olde Greenwich
Credit Corp.

Evelyn Anderson
EVELYN ANDERSON

John E. Dodson
Attorney in Fact for Evelyn Anderson

John E. Dodson
JOHN E. DODSON

SEP 19 0 16 9

STATE OF VIRGINIA

CITY/COUNTY OF Chesterfield, to-wit:

The foregoing instrument was acknowledged before me on this 18th August, 1997, by John E. Dodson, Attorney-in-Fact for William J. Billing President of Olde Greenwich Credit Corp.

My commission expires: April 30, 1999

Judy S. Adams
Notary Public



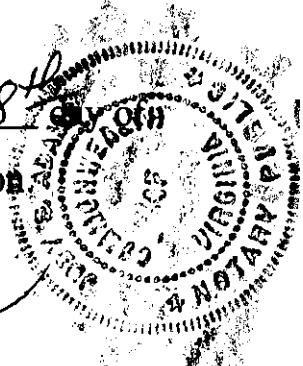
STATE OF VIRGINIA

CITY/COUNTY OF Chesterfield, to-wit:

The foregoing instrument was acknowledged before me on this 18th August, 1997, by John E. Dodson, Attorney-in-Fact for Evelyn Anderson.

My commission expires: April 30, 1999

Judy S. Adams
Notary Public



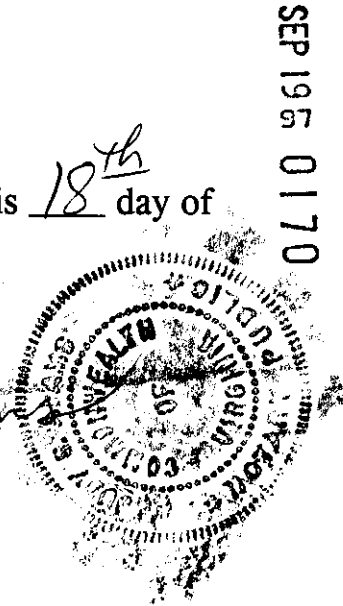
STATE OF VIRGINIA

CITY/COUNTY OF Chesterfield, to-wit:

The foregoing instrument was acknowledged before me on this 18th day of August, 1997, by John E. Dodson.

My commission expires: April 30, 1999

Judy S. Adams
Notary Public



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 the 19 day of September, 1997. This proceeds

was presented with certificate annexed and admitted to record at 2:48 o'clock

Teste: Helene S. Ward, Clerk
by [Signature]
Deputy Clerk

970015425

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

I, **Evelyn Anderson**, have made, constituted and appointed, and by these presents do make, constitute and appoint **John E. Dodson**, of Chesterfield County, Virginia, as my true and lawful attorney-in fact (hereinafter "my attorney"), who is hereby authorized for me and in my name:

- 1) To act for and in behalf with respect to all matters relating to the rezoning and special use permit on certain real property (the "Property") located in James City County, Virginia containing approximately 2.08 acres and designated as Parcels C & D on the attached plat.
- 2) To execute, acknowledge and deliver any application for such rezoning and special use to the appropriate governmental authority and to represent my interest as it relates to the subject property in such rezoning and special use requests.
- 3) To execute and perform any other act or thing which is necessary to be done to have the property presented to the proper governmental authority for such rezoning and special use request.
- 4) This Power of Attorney shall not terminate upon my disability.
- 5) I hereby confirm all lawful acts done by my attorney pursuant to this Power of Attorney. An affidavit executed by my attorney, setting forth that he has not, or had not, at the time doing any act pursuant to this Power of Attorney, received actual knowledge or actual notice of the revocation or termination of this Power of Attorney or notice of any facts indicating the same, shall, in the absence of fraud participated in by the person or persons acting in reliance upon this Power of Attorney, be conclusive proof of the nonrevocation or

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nontermination of this Power of Attorney at such time, except as specifically set forth below. I further declare that as against me or persons claiming under me, everything which my attorney shall do pursuant to this Power of Attorney shall be valid and binding in favor of any person or entity claiming the benefit hereof who has not received actual notice of my death and who has not received actual written notice that this Power of Attorney has been revoked.

- 6) This instrument may be executed in more than one counterpart, any one of which shall, for all purposes, be deemed an original.
- 7) This Power of Attorney shall terminate six (6) months from the date of its execution.

WITNESS the following signature and seal this 20 day of May, 1997.

X Evelyn F. Anderson (SEAL)
EVELYN ANDERSON
 Executrix F. J. Haas
 Estate

STATE OF VIRGINIA:

CITY/COUNTY OF James City County; at large

The foregoing instrument was acknowledged before me this 20 day of

May, 1997, by Evelyn Anderson.

My commission expires: August 31, 2000

Judith G. Massman
 Notary Public

PLAT ATTACHED

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 the 19 day of September, 1997. This Power of Attorney was presented with certificate annexed and acknowledged to record at 2:20 o'clock
 Teste John S. Ward, Clerk
 by [Signature]
 Deputy Clerk
 2 of 3

SEP 19 97 01 75

Prepared by:
 Gordon, Dodson + Gordon
 P.O. Box 130
 Chesterfield, VA 23832

COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
 WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT
 DEED RECEIPT

DATE: 09/19/97 TIME: 14:48:00 ACCOUNT: 830CLR970015429 RECEIPT: 97000025195
 CASHIER: CSF REG: WB04 TYPE: OTHER PAYMENT: FULL PAYMENT
 INSTRUMENT : 970015429 BOOK: PAGE: RECORDED: 09/19/97 AT 14:48
 GRANTOR: OLDE GREENWICH CREDIT CORP EX: N LCC: 00
 GRANTEE: ANDERSON, EVELYN EX: N PCT: 100%
 AND ADDRESS : N/A N/A
 RECEIVED OF : JAMES CITY COUNTY
 CHECK : \$16.00
 DESCRIPTION 1: PROFFER A-1 TO B-1

PLEASE RETURN TO:
 COUNTY ATTORNEY
 JCC - BLDG. C

CONSIDERATION:	.00	ASSUME/VAL:	.00	MAP:	
CODE DESCRIPTION	PAID	CODE DESCRIPTION	PAID		
001 DEEDS	12.00	145 VSLF	1.00		
106 TECHNOLOGY FUND FEE	3.00				
		TENDERED :	16.00		
		AMOUNT PAID:	16.00		
		CHANGE AMT :	.00		

CLERK OF COURT: HELENE S. WARD

DC-18 (3/97)

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the Court at Williamsburg, Virginia, this 19th day of September, 1997.

WAS

CLERK OF COURT

Prepared by:

Gordon, Hodson + Gordon

P. O. Box 130

Chesterfield, VA 23832

PLEASE RETURN TO:
COUNTY ATTORNEY
JCC - BLDG. C

PLAT ATTACHED

WILLIAMSBURG HONDA JEEP EAGLE PROPOSED PROPERTY ACQUISITION

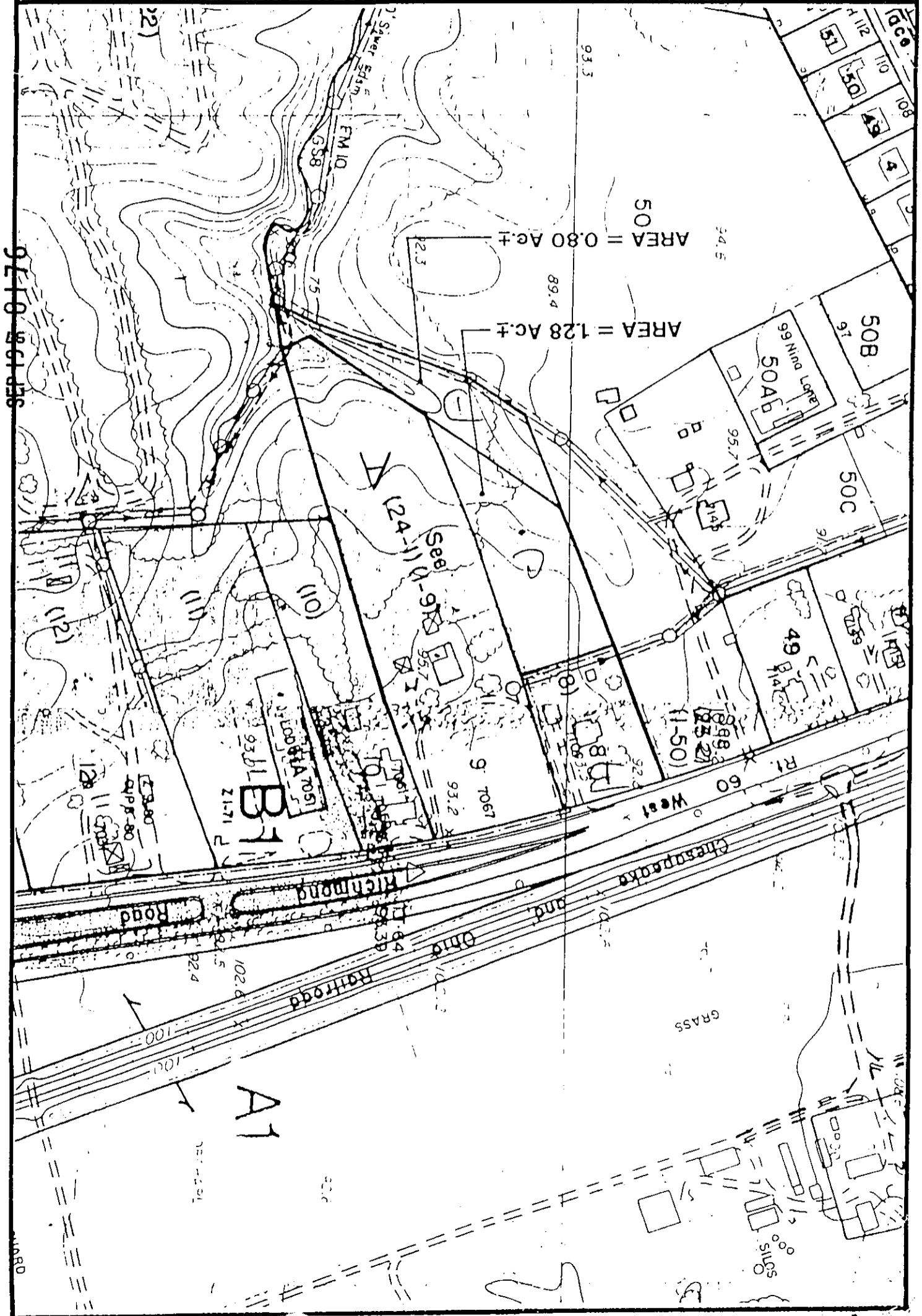


Consulting Engineers
Engineers, Surveyors, Planners

5248 Olde Towne Road, Suite 1

Williamsburg, Virginia 23188

Ph. (804)-253-0040, Fax (804)-220-8994



9210 461 J35

PLEASE RETURN TO:
COUNTY ATTORNEY
JCC - BLDG. C

COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT
DEED RECEIPT

DATE: 09/19/97 TIME: 14:50:16 ACCOUNT: 8302LR970015425 RECEIPT: 97000025197
DASHIER: DCF REG: WB04 TYPE: PA PAYMENT: FULL PAYMENT
INSTRUMENT : 970015425 BOOK: PAGE: RECORDED: 09/19/97 AT 14:50
GRANTOR: ANDERSON, EVELYN EX: N LCC: CD
GRANTEE: BOGSON, JOHN E EX: N PCR: 100%
AND ADDRESSE : N/A N/A
RECEIVED OF : JAMES CITY COUNTY
CHECK : \$18.00

DESCRIPTION 1:

CONSIDERATION:	PAID	ABBONE/VAL:	MAP:	PAID
301 SEEDS	12.00	145 VSLF		1.00
108 TECHNOLOGY FUND FEE	6.00			

TENDERED : 18.00
AMOUNT PAID: 18.00
CHANGE AMT : .00

CLERK OF COURT: HELENE S. WARD

MO015424

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

I, **William C. Billingsley**, President of Olde Greenwich ^{Prop} Credit Corporation, have made, constituted and appointed, and by these presents do make, constitute and appoint **John E. Dodson**, of Chesterfield County, Virginia, as my true and lawful attorney-in fact (hereinafter "my attorney"), who is hereby authorized for me and in my name:

- 1) To act for and in behalf with respect to all matters relating to the rezoning and special use permit on certain real property (the "Property") located in James City County, Virginia containing approximately 4.49 acres and designated as Parcels A & B on the attached plat.
- 2) To execute, acknowledge and deliver any application for such rezoning and special use to the appropriate governmental authority and to represent the interest of the Corporation as it relates to the subject property in such rezoning and special use requests.
- 3) To execute and perform any other act or thing which is necessary to be done to have the property presented to the proper governmental authority for such rezoning and special use request.
- 4) This Power of Attorney shall not terminate upon my disability.
- 5) I hereby confirm all lawful acts done by my attorney pursuant to this Power of Attorney. An affidavit executed by my attorney, setting forth that he has not, or had not, at the time doing any act pursuant to this Power of Attorney, received actual knowledge or actual notice of the revocation or termination of this Power of Attorney or notice of any facts indicating the same, shall, in the absence of fraud participated in by the person or persons acting in reliance upon this

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Power of Attorney, be conclusive proof of the nonrevocation or nontermination of this Power of Attorney at such time, except as specifically set forth below. I further declare that as against me or persons claiming under me, everything which my attorney shall do pursuant to this Power of Attorney shall be valid and binding in favor of any person or entity claiming the benefit hereof who has not received actual notice of my death and who has not received actual written notice that this Power of Attorney has been revoked.

- 6) This instrument may be executed in more than one counterpart, any one of which shall, for all purposes, be deemed an original.
- 7) This Power of Attorney shall terminate six (6) months from the date of its execution.

WITNESS the following signature and seal this 20th day of May, 1997.

PROP.
OLDE GREENWICH CREDIT CORPORATION

By: William C. Billingsley, President
William C. Billingsley, President

STATE OF VIRGINIA:

CITY/COUNTY OF CHESTERFIELD; at large

The foregoing instrument was acknowledged before me this 20 day of May, 1997, by William C. Billingsley, President of Olde Greenwich Credit Corporation.

My commission expires: My Commission Expires May 31, 1999



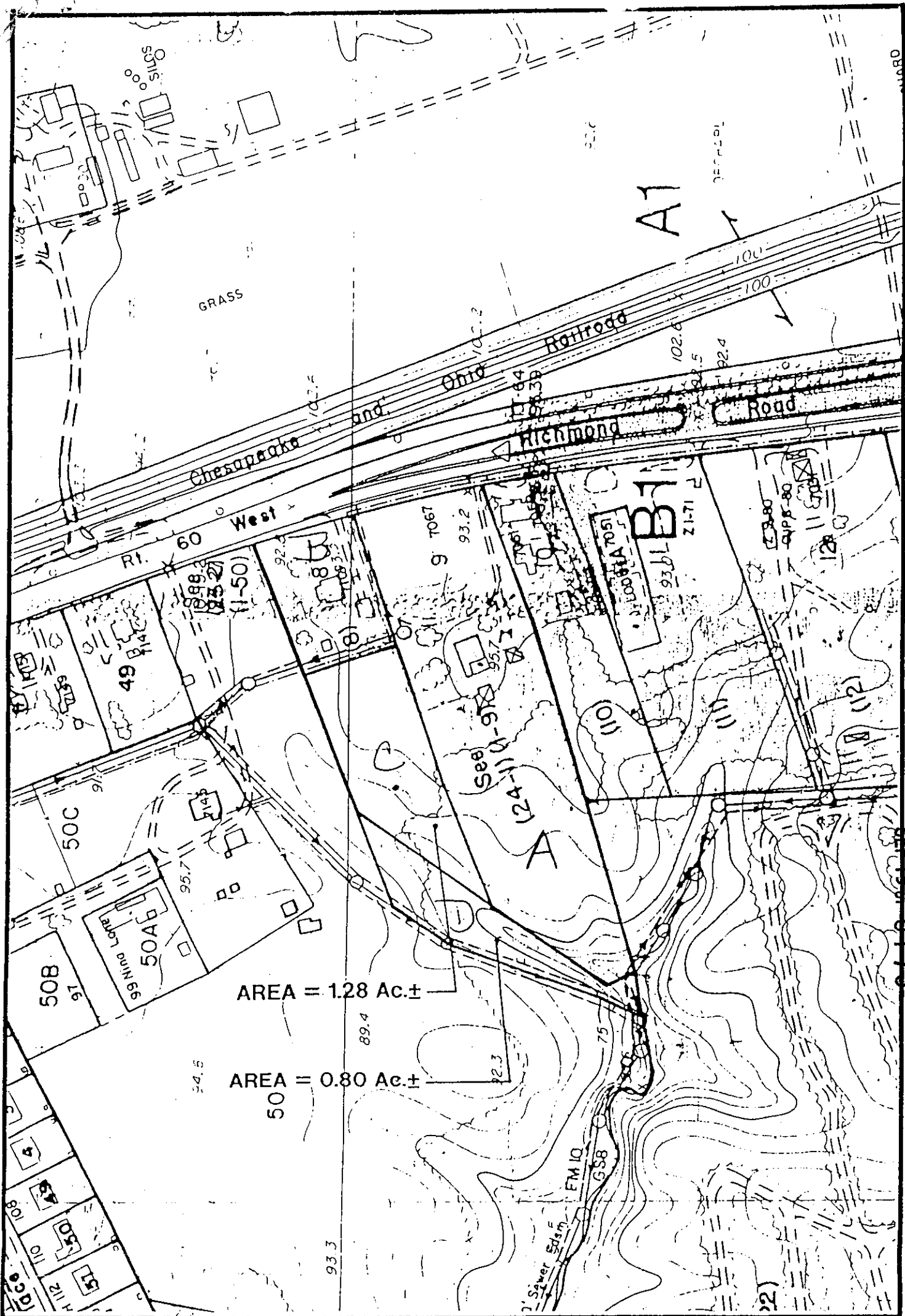
Nancy Fanning
Notary Public

VIRGINIA: City of Williamsburg and County of James City, to Wit:
In the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City the 13 day of September 19 97 this Power of Attorney was presented with the certificate annexed and admitted to record at 2:19 o'clock.
Teste: Helene S. Ward, Clerk
By: Helene S. Ward
Deputy Clerk

PLAT ATTACHED

2 of 3

SEP 19 5 01 72



SEP195 0173



Consulting Engineers
Engineers, Surveyors, Planners

5248 Olde Towne Road, Suite 1
Williamsburg, Virginia 23188
Ph. (804)-253-0040, Fax (804)-220-8994

WILLIAMSBURG HONDA JEEP EAGLE PROPOSED PROPERTY AQUISITION

POWHATAN DISTRICT	JAMES CITY COUNTY	VIRGINIA
Scale: 1" = 200'	Ref:	Date: 4/1/96
		Job No.: 8132

J
PLEASE RETURN TO:
COUNTY ATTORNEY
JCC - BLDG. C

COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT
DEED RECEIPT

DATE: 09/19/97 TIME: 14:47:00 ACCOUNT: 890CLR970015424 RECEIPT: 97000025196
CASHER: DSF REG: W804 TYPE: PA PAYMENT: FULL PAYMENT
INSTRUMENT : 970015424 BOOK: PAGE: RECORDED: 09/19/97 AT 14:49
GRANTOR: BILLINGSLEY, WILLIAM D EX: N LGC: CD
GRANTEE: JOSEPH, JOHN E EX: N PET: 100%
AND ADDRESSES : N/A N/A
RECEIVED OF : JAMES CITY COUNTY
CHECK : \$16.00

DESCRIPTION 1:
CONSIDERATION: .00 ASSUME/VAL: .00 MAP:
CODE DESCRIPTION PAID CODE DESCRIPTION PAID
001 DEEDS 12.00 145 SELF 1.00
106 TECHNOLOGY FUND FEE 3.00
TENDERED : 16.00
AMOUNT PAID: 16.00
CHANGE AMT : .00

CLERK OF COURT: HELENE S. WARD