

160008836

THE VILLAGE AT CANDLE STATION

PROFFER AMENDMENT

THIS PROFFER AMENDMENT is made this 29<sup>th</sup> day of March, 2016 by CANDLE DEVELOPMENT, LLC, a Virginia limited liability company (together with its successors in title and assigns, the "Candle"), CANDLE FACTORY BUILDING, LLC, a Virginia limited liability company ("CFB"), POPLAR CREEK, LLC, a Virginia limited liability company ("PC"), NVR, INC., a Virginia corporation, doing business as Ryan Homes ("NVR"), and JOHN B. BARNETT, JR. and JUDITH BARNETT, individually and as Trustees of the John B. Barnett Jr. and Judith L. Barnett Living Trust dated June 2, 2011 (the "Barnetts") (Candle, CFB, PC, NVR, and the Barnetts, collectively, referred to herein as "Owners").

RECITALS

- A. Candle is the developer of that certain project commonly known as the Village at Candle Station and located in the Norge area of James City County (the "Project").
- B. Owners are the owners of the remaining undeveloped portions of the Project.
- B. The Project is zoned Planned Unit Development with proffers, which proffers are dated April 27, 2015, and are recorded in the Circuit Court Clerk's Office for James City County, Virginia as Instrument Number 150013720 (the "Proffers").
- C. Owners desire to amend and restate Section 4 of the Proffers as more particularly set forth below.

NOW, THEREFORE, pursuant to Section 15.2-2302 of the Code of Virginia, 1950, as amended (the "Virginia Code"), and the County's Zoning Ordinance, Owners agrees that it shall meet and comply with the Proffers, as amended and restated below, in developing the Property.

AMENDED AND RESTATED CONDITION

Section 4 of the Proffers is hereby amended and restated to read as follows:

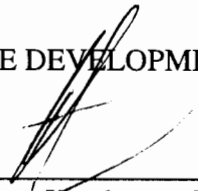
4. **Housing Opportunities.** Development of the Property shall be done in a manner consistent with the criteria established by the Housing Opportunities Policy adopted by the Board of Supervisors on November 27, 2012 to provide affordable and workforce housing opportunities at different price ranges to achieve the greater housing diversity goal described in the Comprehensive Plan; provided, however, that if the County amends the Housing Opportunities Policy as in effect as of the date of approval of the requested rezoning to increase the targeted income ranges or otherwise make the Policy less burdensome on Owners, the Owners shall only be required to comply with the Policy as so amended.

[Signatures to appear on following pages]

[Signature Page to Proffer Amendment]

WITNESS the following signatures.

CANDLE DEVELOPMENT, LLC

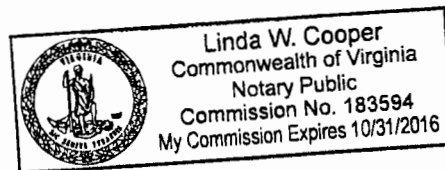
By:   
Pete Henderson, Manager

STATE OF VIRGINIA AT LARGE  
CITY/COUNTY OF York, to-wit:

The foregoing instrument was acknowledged this 28<sup>th</sup> day of March, 2016,  
by Pete Henderson as manager of Candle Development, LLC.

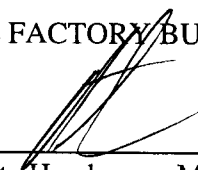
  
NOTARY PUBLIC

My commission expires: 10/31/16  
Registration No.: 183594



[Signature Page to Proffer Amendment]

CANDLE FACTORY BUILDING, LLC

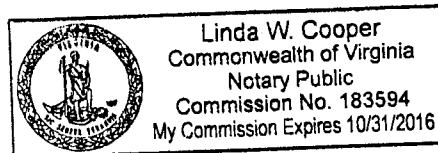
By:   
Pete Henderson, Manager

STATE OF VIRGINIA AT LARGE  
CITY/COUNTY OF York, to-wit:

The foregoing instrument was acknowledged this 28<sup>th</sup> day of March, 2016,  
by Pete Henderson as manager of Candle Factory Building, LLC.


Linda W. Cooper  
NOTARY PUBLIC

My commission expires: 10/31/16  
Registration No.: 183594



[Signature Page to Proffer Amendment]

POPLAR CREEK LLC

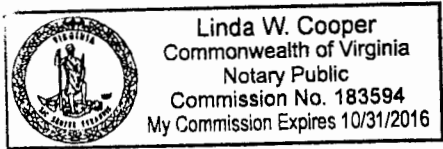
By:   
Pete Henderson, Manager

STATE OF VIRGINIA AT LARGE  
CITY/COUNTY OF York, to-wit:

The foregoing instrument was acknowledged this 28<sup>th</sup> day of March, 2016,  
by Pete Henderson as manager of Poplar Creek, LLC.

  
NOTARY PUBLIC

My commission expires: 10/31/16  
Registration No.: 183594



[Signature Page to Proffer Amendment]

NVR, INC.

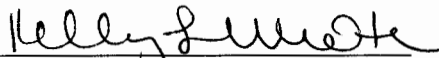
By: 

Name: Jeff Ambrose

Title: Vice President

STATE OF VIRGINIA AT LARGE  
CITY/COUNTY OF James City, to-wit:

The foregoing instrument was acknowledged this 25 day of March,  
by Jeff Ambrose as Vice President of NVR, Inc.



NOTARY PUBLIC

My commission expires: 5/31/19  
Registration No.: 7149229

Kelly Lynn Wroten  
NOTARY PUBLIC 7149229  
Commonwealth of Virginia  
My Commission Expires May 31, 2019

[Signature Page to Proffer Amendment]

John B. Barnett, Jr.  
John B. Barnett, Jr.

John B. Barnett, Jr., Trustee  
John B. Barnett, Jr., Trustee

Judith Barnett  
Judith Barnett

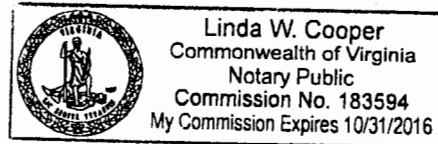
Judith Barnett, Trustee  
Judith Barnett, Trustee

STATE OF VIRGINIA AT LARGE  
CITY/COUNTY OF York, to-wit:

The foregoing instrument was acknowledged this 29<sup>th</sup> day of March 2016,  
John B. Barnett, Jr. and Judith Barnett, individually and as trustees of the John B. Barnett, Jr. and  
Judith L. Barnett Living Trust dated June 2, 2011.

Linda W. Cooper  
NOTARY PUBLIC

My commission expires: 10/31/16  
Registration No.: 183594



**EXHIBIT A**  
Property Description

Parcel D1

All that certain piece, parcel or lot of land situate in James City County, Virginia, set out and described as Parcel D1 as shown on a certain plat entitled "PLAT OF SUBDIVISION ON THE PROPERTY OWNED BY JOHN B. BARNETT JR., POWHATAN DISTRICT, JAMES CITY COUNTY, VIRGINIA" dated April 6, 2006 and made by AES Consulting Engineers of Williamsburg, Virginia, recorded in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City, Virginia as Instrument No.

and

Parcel E

All that certain piece, parcel or lot of land situate in James City County, Virginia, set out and described as Parcel E as shown on a certain plat entitled "PLAT OF SUBDIVISION & PROPERTY LINE EXTINGUISHMENT BETWEEN THE PROPERTIES OWNED BY JOHN B. BARNETT JR., CHICKASAW, L.L.C. AND BARNETT DEVELOPMENT COMPANY, INC., POWHATAN DISTRICT, JAMES CITY COUNTY, VIRGINIA" dated April 4, 2006 and made by AES Consulting Engineers of Williamsburg, Virginia, recorded in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City, Virginia as Instrument No. 060013607.

Including, all those certain lots, pieces, or parcels of land lying and being in the County of James City, Virginia, and known and designated as:

Lot Numbers 34 - 57 and the private right-of-ways shown on that certain plat entitled "PLAT OF SUBDIVISION & BOUNDARY LINE EXTINGUISHMENT VILLAGE AT CANDLE STATION PHASE 1, LOTS 34 - 57", made by AES Consulting Engineers, Williamsburg, Virginia, and recorded in the Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City, Virginia, on September 10, 2014 as Instrument Number 140014744.

Lot Numbers 58 - 77 and 123-151 and the private right-of-ways shown on that certain plat entitled "PLAT OF SUBDIVISION VILLAGE AT CANDLE STATION PHASE 1A, LOTS 58-77 & LOTS 124-151", made by AES Consulting Engineers, Williamsburg, Virginia, and recorded in the Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City, Virginia, on September 29, 2015 as Instrument Number 150018649.

Lot Numbers 1-9 and 23-30 shown on that certain plat entitled "PLAT OF SUBDIVISION AND BOUNDARY LINE ADJUSTMENT VILLAGE AT CANDLE STATION PHASE 2, LOTS 1-9 & LOTS 23-30", made by AES



Consulting Engineers, Williamsburg, Virginia, and recorded in the Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City, Virginia, on November 12, 2015 as Instrument Number 150021481.

And

A portion of Parcel A, County Tax Parcel #2321100001A, containing a total of approximately 1.764 acres:

ALL THAT CERTAIN PORTION OF PARCEL "A", TAX MAP PARCEL #(23-2)(11-1A), SITUATE, LYING AND BEING IN THE POWHATAN DISTRICT OF THE COUNTY OF JAMES CITY, VIRGINIA, CONTAINING A TOTAL OF 76,820 SQUARE FEET± OR 1.764± ACRES MORE OR LESS AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF RICHMOND ROAD, U. S. ROUTE #60; A CORNER OF PARCEL "B", NOW OR FORMERLY OWNED BY CROSSWALK COMMUNITY CHURCH, INC., TAX MAP PARCEL #(23-2)(11-1B); THENCE IN A EASTERLY DIRECTION AND ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF RICHMOND ROAD, U. S. ROUTE #60, S70°01'07"E, 573.20' TO A POINT; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 2824.79' AND AN ARC LENGTH OF 14.83' TO A POINT; THIS BEING THE TRUE POINT OF BEGINNING (P.O.B.) AND THE NORTHWESTERN CORNER OF PARCEL "A" OF THE PROPERTY DESCRIBED HEREON.

THENCE FROM SAID TRUE POINT OF BEGINNING, SAID POINT BEING ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF RICHMOND ROAD, U. S. ROUTE #60, A CORNER TO PARCEL "A" OF THE PROPERTY DESCRIBED HEREON AND PARCEL "E" OF THE LANDS NOW OR FORMERLY OWNED BY CANDLE DEVELOPMENT, LLC; THENCE CONTINUING ALONG THE RIGHT-OF-WAY LINE OF RICHMOND ROAD, U. S. ROUTE #60, ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 2824.79' AND AN ARC LENGTH OF 25.14' TO A POINT; A CORNER TO PARCEL "A" OF THE PROPERTY DESCRIBED HEREON AND PARCEL "D" OF THE LANDS NOW OR FORMERLY OWNED BY CANDLE DEVELOPMENT, LLC; THENCE LEAVING SAID CORNER AND RIGHT-OF-WAY LINE OF RICHMOND ROAD, U. S. ROUTE #60, S26° 33'06"W, 399.43' TO A POINT; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 583.96' AND AN ARC LENGTH OF 71.64' TO A POINT; THENCE S19° 31'22"W, 247.60' TO A POINT, THENCE S36° 52'20"W, 2358.01' TO A POINT; THENCE N51° 43'03"E, 25.01' TO A POINT; THENCE N36° 52'20"E, 2353.58' TO A POINT; THENCE N19° 31'22"E, 243.78' TO A POINT; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 608.96' AND AN ARC LENGTH OF 74.71' TO A POINT; THENCE N26° 33'06"E, 396.79' TO THE AFORESAID TRUE POINT OF BEGINNING;

THAT PORTION OF PARCEL "A" AND THE PROPERTY DESCRIBED HEREON IS MORE PARTICULARLY SHOWN ON THAT CERTAIN PLAT ENTITLED, "PLAT OF SUBDIVISION & PROPERTY LINE EXTINGUISHMENT BETWEEN THE PROPERTIES OF JOHN B. BARNETT, JR., CHICKASAW, L.L.C. AND BARNETT DEVELOPMENT COMPANY, INC.", DATED APRIL 4, 2006, REVISED MAY 5, 2006 AND DULY RECORDED AT THE CLERK'S OFFICE OF THE CIRCUIT COURT OF THE COUNTY OF JAMES CITY, VIRGINIA AS INSTRUMENT #060013607.

And

That certain portion of James City County Tax Parcel 2321100001C to be made a part of Tax Parcel 2321100001D via boundary line adjustment as more particularly shown on the Master Plan.

And

That certain portion of James City County Tax Parcel 2321100002D to be made a part of Tax Parcel 2321100001D via boundary line adjustment as more particularly shown on the Master Plan.

LESS AND EXCEPT FROM ALL OF THE ABOVE, Lots 38-40, 42, 44, and 46-57 shown on that certain plat entitled "PLAT OF SUBDIVISION & BOUNDARY LINE EXTINGUISHMENT VILLAGE AT CANDLE STATION PHASE 1, LOTS 34 - 57", made by AES Consulting Engineers, Williamsburg, Virginia, and recorded in the Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City, Virginia, on September 10, 2014 as Instrument Number 140014744.

VIRGINIA: CITY OF WILLIAMSBURG & COUNTY OF JAMES CITY  
 This document was admitted to record on 5-17-2016  
 at 2:49 ~~AM~~/PM. The taxes imposed by Virginia Code  
 Section 58.1-801, 58.1-802 & 58.1-814 have been paid.

STATE TAX	LOCAL TAX	ADDITIONAL TAX
\$ <u>          </u>	\$ <u>          </u>	\$ <u>          </u>

TESTE: MONA A. FOLEY, CLERK  
 BY Mona A. Foley Clerk

**FILED**  
MONA A. FOLEY  
CLERK CIRCUIT COURT

2016 MAY 16 PM 2:38

CITY OF WILLIAMSBURG  
COUNTY OF JAMES CITY

BY \_\_\_\_\_