

Prepared By:  
Kaufman & Canoles  
4801 Courthouse Street, Ste. 300  
Williamsburg, VA 23188

Tax Map No.: 2340600001F

**AMENDED PROFFERS**

**COLONIAL HERITAGE AT WILLIAMSBURG: PICKLEBALL OR HARD SURFACE**

**COURTS**

THESE AMENDED PROFFERS are made this 16 day of May,

2023, by and among:

COLONIAL HERITAGE LLC, a Virginia limited liability company ("Colonial Heritage"), COLONIAL HERITAGE HOMEOWNERS ASSOCIATION, INC., a Virginia corporation ("HOA") (to be indexed as grantors) and

THE COUNTY OF JAMES CITY, VIRGINIA ("County") (to be indexed as grantee), provides as follows:

**RECITALS**

R-1. Colonial Heritage is a wholly-owned subsidiary of and is managed by U.S. HOME, LLC, a Delaware limited liability company ("U.S. Home").

R-2. Colonial Heritage has developed an age-restricted residential community/subdivision known as Colonial Heritage, located in the County of James City, Virginia, more particularly described on Exhibit A attached hereto and made a part hereof. The property described on Exhibit A is referred to herein as the "Colonial Heritage Property."

R-3. In 2004, the James City County Board of Supervisors approved rezoning of a portion of the Colonial Heritage Property as Mixed-Use ("MU") and approving a master plan (the "Master Plan") in connection with the development of the Colonial Heritage age-restricted active adult community in cases labelled: Z-3-02/Z-4-02/MP-1-02, and SUP-21-04 (collectively, the "2004 Rezoning").

R-4. The 2004 Rezoning was approved subject to certain Amended and Restated Proffers dated December 2, 2004 and recorded in the Office of the Clerk of the Circuit Court for

the City of Williamsburg and County of James City, Virginia Instrument No. 050000448 (the “2004 Proffers”).

R-5. The HOA now holds title to certain lands constituting common area within the Colonial Heritage development on which are located recreation amenities and open space as shown on the Master Plan.

R-6. The 2004 Proffers require tennis courts numbering not fewer than three (3) to be provided by the developer and later maintained and regulated by the HOA.

R-7. The HOA desires to replace the term or phrase “tennis courts” with “recreational courts for spatial activities including but not limited to racket sports such as pickleball and tennis,” and has applied for a rezoning/proffer amendment in case labelled Z-23-0002. The purpose of replacing the phrase “tennis courts” required by the 2004 Proffers is to increase the number of available pickleball courts in Colonial Heritage to six (6) total pickleball courts based on the increased popularity of pickleball among residents of Colonial Heritage. The proposed language affords greater flexibility to the HOA when adapting the uses of the courts with the popular racket sport in the future while conforming to the intent of the 2004 Proffers without requiring future proffer amendments.

R-8. Because these Amended Proffers do not affect conditions of use or density, Colonial Heritage and the HOA jointly request under Section 15.2-2302(A) of the Virginia Code and Section 24-20(C) of the County’s Zoning Ordinance to waive any public hearing otherwise required under any statute, ordinance, or proffer requiring a public hearing prior to amendment of proffers. All Colonial Heritage residents have been duly notified of the proposed changes to the existing 2004 Proffers.

NOW, THEREFORE, for and in consideration of the approval by the County of these Amended and Restated Proffers, and pursuant to Section 15.2-2302(A) of the Virginia Code and Section 24-20(C) of the County's Zoning Ordinance, Colonial Heritage and the HOA agree to the following amended proffers:

**PROFFERS**

1. "Tennis courts" shall be stricken under Paragraph 4(B) of Section II of the 2004 Proffers and replaced with "recreational courts for spatial activities including but not limited to racket sports such as pickleball and tennis," for purposes of allowing for a total of six (6) dedicated pickleball courts or future courts which shall be maintained by the HOA.

2. Except as expressly amended hereby, the 2004 Proffers shall remain in full force and effect as if fully incorporated herein, and shall be applicable to any portion of the Colonial Heritage Property now owned by Colonial Heritage or the HOA. To the extent a conflict exists between the 2004 Proffers and these Amended Proffers, these Amended Proffers shall control. Terms defined in the 2004 Proffers shall have the same meaning when utilized in this document.

COLONIAL HERITAGE, LLC, a Virginia limited liability company

By: U.S. Home, LLC, a Delaware limited liability company, Manager

By: Matthew Wineman  
Name: Matthew Wineman  
Title: Vice President

STATE OF VIRGINIA  
CITY/COUNTY OF FAIRFAX, to-wit:

The foregoing instrument was acknowledged before me this 16 day of MAY, 2023, by Matthew Wineman, Vice President, of U.S. Home, LLC, a Delaware limited liability company, Manager of COLONIAL HERITAGE, LLC, a Virginia limited liability company, on its behalf.

Jennifer Jean Thacker  
Notary Public

My Commission Expires: October 31, 2024

JENNIFER JEAN THACKER  
NOTARY PUBLIC  
REGISTRATION # 346821  
COMMONWEALTH OF VIRGINIA  
MY COMMISSION EXPIRES  
OCTOBER 31, 2024

COLONIAL HERITAGE HOMEOWNERS  
ASSOCIATION, INC., a Virginia  
corporation

By: W.D. Collins  
Name: Wes Collins  
Title: Pres of HOA

COMMONWEALTH OF VIRGINIA  
CITY/COUNTY OF Williamsburg, to-wit:

The foregoing instrument was acknowledged before me this 27 day of June,  
2023, by Wes Collins, President, of COLONIAL HERITAGE  
HOMEOWNERS ASSOCIATION, INC., a Virginia corporation, on its behalf.

Markus M.  
Notary Public

My Commission Expires: 07.31.2026



APPROVED AS TO FORM:



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County Attorney

Exhibit A

All that certain lot, piece or parcel of land, together with all and singular the buildings and improvements thereon, situate in James City County, Virginia, the said parcel being more particularly described as "12.289 AC. +/-" on that certain plat entitled "PLAT OF SUBDIVISION, THE COLONIAL HERITAGE CLUB, PREPARED FOR COLONIAL HERITAGE LLC, STONEHOUSE DISTRICT, JAMES CITY COUNTY, VIRGINIA", dated May 27, 2004 and revised July 8, 2004, made by AES Consulting Engineers, 5248 Olde Towne Road, Suite 1, Williamsburg, Virginia, 23188, the said plat being recorded on September 16, 2004, in the Clerk's Office of the Circuit Court for the City of Williamsburg and County of James City as Instrument No. 040023383, to which reference is made for a more complete description.

Less and except out conveyances of record.

INSTRUMENT 202307825  
RECORDED IN THE CLERK'S OFFICE OF  
WMSBG/JAMES CITY CIRCUIT ON  
JULY 25, 2023 AT 02:50 PM  
ELIZABETH E. O'CONNOR, CLERK  
RECORDED BY: SPA



OFFICIAL RECEIPT  
WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT  
DEED RECEIPT

DATE : 07/25/2023

TIME : 14:50:34

CASE # : 830CLR202307825

RECEIPT # : 23000017344

TRANSACTION # : 23072500084

CASHIER : SPA

REGISTER # : D590

FILING TYPE : OTHER

PAYMENT : FULL PAYMENT

INSTRUMENT : 202307825

BOOK :

PAGE :

RECORDED : 07/25/2023

AT : 14:50

GRANTOR : COLONIAL HERITAGE LLC

EX : N

LOC : CO

GRANTEE : COUNTY OF JAMES CITY VIRGINIA

EX : N

PCT : 100%

RECEIVED OF : JAMES CITY COUNTY

ADDRESS :

CASH : \$0.00

DESCRIPTION 1 : PROFFERS COLONIAL HERITAGE CLUB

PAGES : 007

OP : 0

NAMES : 0

CONSIDERATION : \$0.00

AVAL : \$0.00

PIN OR MAP : 2340600001F

ACCOUNT CODE	DESCRIPTION	PAID
035	VIRGINIA OUTDOOR FOUNDATION	\$0.00

TENDERED : \$ 0.00

AMOUNT PAID : \$ 0.00