

Tax Parcel Numbers. 2430100024A and 2430100024B

AMENDED PROFFERS

THESE AMENDED PROFFERS ("Proffers") are made this 12th day of November, 2025, by and between the WILLIAMSBURG POTTERY PROPERTIES, LLC, a Virginia limited liability company (collectively, together with their successors in title to the Property, the "Owner") (to be indexed as grantor); COASTAL COMMUNITY CHURCH, a Virginia nonstock corporation ("Purchaser") (to be indexed as grantor), and THE COUNTY OF JAMES CITY, VIRGINIA, a political subdivision of the Commonwealth of Virginia ("County") (to be indexed as grantee), provides as follows:

RECITALS

A. Owner is the owner of certain real property located in James City County, Virginia, being more particularly described on Exhibit A attached hereto and made a part hereof (the "Property"). Purchaser is the contract purchaser of a portion of the Property ("Parcel A2") being more particularly shown as "PARCEL A2" on the Amended Master Plan (hereinafter defined).

B. The Property is currently zoned M-1 and is subject to (i) Proffers dated January 28, 2011 and recorded in the James City County Circuit Court Clerk's Office as Instrument No. 110009765 (the "Existing Proffers") and (ii) a master plan entitled "Master Plan and Rezoning Amendment for the Williamsburg Pottery for the Williamsburg Pottery Factory Inc", dated, January 27, 2011, prepared by AES Consulting Engineers (the "Existing Master Plan").

C. Purchaser desires to utilize Parcel A2 as a place of public assembly.

D. Owner and Purchaser (collectively, the "Applicant") have applied to the County to amend the Existing Proffers and to amend the Existing Master Plan (collectively, the "Application"). In connection with the Application, the Applicant has submitted to the County an amended master plan entitled "Master Plan Amendment Williamsburg Pottery, Coastal Church", dated September 5, 2025, (the "Amended Master Plan") for Parcel A2 in accordance with the County Zoning Ordinance.

E. Applicant desires to amend the Existing Proffers as more particularly set forth herein.

F. The County constitutes a high-growth locality as defined by Section 15.2-2298 of the Code of Virginia, as amended (the "Virginia Code").

G. The provisions of the Zoning Ordinance, Section 24-1, et seq., may be deemed inadequate for protecting and enhancing orderly development of the Property. Accordingly, Owner, in furtherance of the Application, desires to proffer certain conditions in addition to the regulations provided for by the Zoning Ordinance for the protection and enhancement of the development of the Property, in accordance with the provisions of Sections 15.2-2303 and 15.2-2303.4(D)(1) of the Virginia Code, Ordinance Number 31A-346 adopted by the James City County Board of Supervisors on October 8, 2019 and Sec 24-16 of the Zoning Ordinance.

NOW, THEREFORE, for and in consideration of the approval by the Board of Supervisors of the County of the Application, and pursuant to Sections 15.2-2303 and 15.2-2303.4(D)(1) of the Virginia Code, and Section 24-16 of the Zoning Ordinance, it is agreed that all of the following conditions shall be met and

satisfied in connection with the use of the Property, which shall amend the Existing Proffers as set forth below.

PROFFERS

1. **Amended Master Plan.** The Existing Master Plan is hereby amended as to Parcel A2 which shall be developed and utilized generally as shown on the Amended Master Plan with only changes thereto that the County or its duly authorized designee determines do not alter the basic concept or character of the development in accordance with Section 24-23(a)(2)(f) of the Zoning Ordinance in effect on the date hereof; provided, however, such development shall be expressly subject to such changes in configuration, composition and location as required by all other governmental authorities having jurisdiction over such development.
2. **Seating Capacity.** There shall be no more than one place of public assembly operated on Parcel A2 which shall not exceed a seating capacity of 1,000 seats.
3. **Limitation on Successive Use.** In the event of any use of the primary assembly area within the place of public assembly on Parcel A2 that exceeds 50 persons (a “Material Sanctuary Use”), there shall be no subsequent Material Sanctuary Use for a period of at least 30 minutes following the conclusion of the preceding Material Sanctuary Use.
4. **Limitations on Weekday Use.** Any uses of Parcel A2 as a place of public assembly which, in the aggregate, exceed 250 vehicle trips in an hour (collectively, a “Material Place of Public Assembly Use”) on any weekday (i.e., Monday through Friday) that is not a federally recognized holiday shall be limited to occurring between the hours of 9:30 a.m. to 3:30 p.m. and 7:00 p.m. to 5:30 a.m.
5. **Parking Management.** During the thirty minutes prior to a Material Place of Public Assembly Use, the Applicant shall provide parking management consisting of at least two persons directing the flow of traffic and parking on the Property in an effort to reduce the potential for back-up of vehicles on Rt. 60.
6. **Cross Access and Parking Easement.** Prior to issuance of a Certificate of Occupancy for a place of public assembly on Parcel A2, the Applicant shall establish of record in the County Circuit Court Clerk’s Office an agreement in a form and content satisfactory to the County Attorney, which provides, at a minimum, that the owner of Parcel A2, its occupants and invitees, shall have the non-exclusive right to utilize (a) all of the accesses to Rt. 60 located on the Property, (b) all of the open drive aisles on the Property as the same may exist from time to time, and (c) 50 parking spaces in addition to those located on Parcel A2.
7. **Prohibited Uses.** The following uses shall be prohibited on Parcel A2:
 - a. Post Offices;
 - b. Nonemergency Medical Transport;
 - c. Libraries;
 - d. Fire Stations;
 - e. Governmental Offices; and
 - f. Child day care centers.
8. **Headings.** All section headings and subheadings of these Proffers are for convenience only and shall not be read as a part of these Proffers or utilized in interpretation thereof.
9. **Delegation of Subsequent Approvals.** The County Board of Supervisors by accepting these Proffers is exercising its legislative function. While these Proffers provide for subsequent approvals by the County or by its duly authorized designees appointed by the County, such subsequent approvals by

any duly authorized designee of the County shall not include the exercise of any legislative function.

10. **Severability.** In the event that any clause, sentence, paragraph, section or subsection of these Proffers shall be adjudged by any court of competent jurisdiction to be invalid or unenforceable for any reason, including a declaration that it is contrary to the Constitution of the Commonwealth of Virginia or of the United States, or if the application thereof to any owner of any portion of the Property or to any government agency is held invalid, such judgment or holding shall be confined in its operation to the clause, sentence, paragraph, section or subsection hereof, or the specific application thereof directly involved in the controversy in which the judgment or holding shall have been rendered or made, and shall not in any way affect the validity of any other clause, sentence, paragraph, section or provision hereof.

11. **Successors and Assigns.** These Proffers shall be binding upon and shall inure to the benefit of the parties hereto, and their respective heirs, successors and/or assigns; provided, however once a party ceases to own any portion of the Property, such party shall have no continuing liability hereunder.

12. **Void if Application Not Approved.** In the event that any component of the Application is not approved by the County as submitted or is overturned by subsequent judicial determination, these Proffers shall be null and void.

13. **Reasonable Proffers.** The Owner, as evidenced by its signature below, deems these Proffers to be reasonable and appropriate.

14. **Existing Proffers.** Except as modified herein, the Existing Proffers shall remain in full force and effect. In the event of any conflict between the provisions of these Proffers and the Existing Proffers, the provisions of these Proffers shall prevail.

[Signatures located on subsequent pages]

[Signature page to Amended Proffers]

Witness the following signatures.

Coastal Community Church

By: Shawn Brown

Name: [Signature]

Title: President

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF Yorktown, to wit:

The foregoing instrument was acknowledged before me this 20th day of November 2025, by Shawn Brown President of Coastal Community Church.

Rachel Ann Kline
Notary Public

My commission expires: 05/31/2028

Registration No.: 00285938



County/City of Yorktown
Commonwealth/State of Virginia
The foregoing instrument was subscribed and sworn before me this 20th day of November 2025, by Shawn Brown (name of person seeking acknowledgement)
Rachel Ann Kline
Notary Public
My Commission Expires 05/31/2028

[Signature page to Amended Proffers]

Williamsburg Pottery Properties, LLC

By: [Signature]

Name: PETER CAO

Title: CEO

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF James City to wit:

The foregoing instrument was acknowledged before me this 24th day of November 2025, by Peter Cao as CEO of Williamsburg Pottery Properties, LLC.

[Signature]
Notary Public

My commission expires: 10/31/2026

Registration No.: 7792057

STEFANIE STREET
NOTARY PUBLIC
REGISTRATION # 7792057
COMMONWEALTH OF VIRGINIA
MY COMMISSION EXPIRES
10/31/2026

EXHIBIT A

All those certain pieces or parcels of land lying, being, and situate in the Stonehouse Magisterial District of James City County, Virginia, shown and designated as "PARCEL 'A' 610,360 S.F. 14.012 AC." and "PARCEL 'B' 21,059 S.F. 0.483 AC." on that certain plat entitled "PLAT OF SUBDIVISION AND RIGHT OF WAY DEDICATION WILLIAMSBURG POTTERY PROPERTIES, LLC. TO VIRGINIA DEPARTMENT OF TRANSPORTATION", dated February 13, 2012, prepared by AES Consulting Engineers, and recorded in the James City County Circuit Court Clerk's Office as Instrument Number 120007012.

INSTRUMENT 202600665
RECORDED IN THE CLERK'S OFFICE OF
WMSBG/JAMES CITY CIRCUIT ON
JANUARY 20, 2026 AT 12:45 PM
ELIZABETH E. O'CONNOR, CLERK
RECORDED BY: CEH



OFFICIAL RECEIPT
WILLIAMSBURG/JAMES CITY COUNTY CIRCUIT
DEED RECEIPT

DATE : 01/20/2026 **TIME :** 12:46:04 **CASE # :** 830CLR202600665
RECEIPT # : 26000001786 **TRANSACTION # :** 26012000130
CASHIER : CEH **REGISTER # :** G433 **FILING TYPE :** AMEND **PAYMENT :** FULL PAYMENT
INSTRUMENT : 202600665 **BOOK :** **PAGE :** **RECORDED :** 01/20/2026 **AT :** 12:45
GRANTOR : WILLIAMSBURG POTTERY PROPERTIES LLC **EX :** N **LOC :** CO
GRANTEE : COUNTY OF JAMES CITY VIRGINIA **EX :** N **PCT :** 100%
RECEIVED OF : JCC
ADDRESS :
CASH : \$0.00
DESCRIPTION 1 : PCL A & B WMSBURG POTTERY INST 110009765 **PAGES :** 006 **OP :** 0
NAMES : 0
CONSIDERATION : \$0.00 **A/VAL :** \$0.00 **PIN OR MAP :** 2430100024A

ACCOUNT CODE	DESCRIPTION	PAID
035	VIRGINIA OUTDOOR FOUNDATION	\$0.00

TENDERED : \$ 0.00
AMOUNT PAID : \$ 0.00