



## ARLINGTON COUNTY, VIRGINIA

### County Board Agenda Item Meeting of January 22, 2011

**DATE:** January 14, 2011

**SUBJECTS:** A. Certification of Transferrable Development Rights for transfer from Mosaic Park (“Sending Site”) to portions of SP #413 – Founders Square owned by Ashton Park Associates III, LLC and Ashton Park Associates IV, LLC (“Receiving Site”) for the purpose of open space located on the block generally bounded by Wilson Blvd. to the north, N. Pollard St. to the east, 5<sup>th</sup> Road North to the south, and N. Quincy St. to the west - Wilson Boulevard, 3929 5<sup>th</sup> Place North, 544 N. Pollard St., 548 N. Pollard St., and 538 N., Pollard St. (RPC: 14-060-016, -017, -019, -020, -037, -042, and -060).

#### **C. M. RECOMMENDATIONS:**

1. Adopt the attached resolution certifying 76,212 square feet of commercial GFA and 23 residential units (which units may be transferred on a unit for unit basis as residential or hotel use, or at a rate of 3,000 square feet commercial GFA per unit), as transferrable development rights on Mosaic Park (“Sending Site”) for the eligible purposes of open space and to be used in association with Site Plan #413, Founders Square.

**ISSUES:** This is a certification of transferrable development rights on the Mosaic Park property owned by the County Board of Arlington County as eligible for Transfer of Development Rights (TDR) under Section 36.H.5.b of the Zoning Ordinance. There are no known issues with the subject certification.

**SUMMARY:** A major site plan amendment is proposed to the Founders Square site plan – SP #413, in order to provide for the transfer of density from Mosaic Park (Sending Site) to Founders Square (Receiving Site). Under the subject proposal, 76,212 square feet of commercial GFA and 23 residential units (which units may be transferred on a unit for unit basis as residential or hotel use, or at a rate of 3,000 square feet commercial GFA per unit) would be certified as eligible transferrable development rights on Mosaic Park for the purposes of open space. These transferrable development rights would then be transferred, as recommended in a separate report, to the Founders Square project to provide for the addition of 108,192 square feet of commercial

County Manager:

*BMD/GA*

County Attorney:

*CCW/MK*

Staff: Samia Byrd, CPHD, Planning  
Scott McPartlin, PRCR, Planning

**25. A.**

GFA (five (5) stories) to the approved 15-story north office building on Wilson Boulevard at North Randolph Street, and the addition of 11 residential units in the 17-story residential building approved on Wilson Boulevard at North Quincy Street. The density would be transferred consistent with Section 36.H.5.b. of the Zoning Ordinance, Transfer of Development Rights, and is addressed in an accompanying staff report. In exchange for the additional density on Founders Square, the developer will agree that Mosaic Park would be improved with \$6,551,160 in park improvements for Phase I with any residual funds being allocated to future Phase II park improvements. The park would be improved consistent with the 2009 adopted concept plan, *Mosaic Park Master Plan*.

The transfer of density in exchange for improvements to Mosaic Park has been contemplated since the review and original approval of the Founders Square site plan in July 2008, and was the subject of the “Resolution on Founders Square and Mosaic Park” adopted by the County Board at that time. Consistent with Section 36.H.5.b. of the Zoning Ordinance and the County Board’s adoption of *Policy Guidance for Transfer of Development Rights, beyond the Arlington County Zoning Ordinance Section 36.H.5.b.*, the subject development rights have been verified by a boundary survey and calculated based on the Sending Site’s by-right unused density. Furthermore, the preservation of open space (expansion and improvement of Mosaic Park) is an eligible purpose of a Sending Site under the TDR Zoning Ordinance requirements and the policy guidance. The appropriateness of the use of this density on Founders Square is discussed in the companion report for the proposed amendment to Site Plan #413. Therefore staff recommends that the County Board adopt the attached resolution certifying Mosaic Park as an eligible sending site for the purposes of open space, and the transferrable development rights on the site comprised of 76,212 square feet of commercial GFA and 23 residential units, which units may be transferred on a unit for unit basis as residential or hotel use, or at a rate of 3,000 square feet commercial GFA per unit, and may be transferred to the Founders Square site plan – SP #413 by site plan amendment.

**BACKGROUND:** In July 2008, the County Board approved the Founders Square site plan (SP #413) and adopted a “Resolution on Founders Square and Mosaic Park”. The Resolution directed the County Manager to: 1) evaluate the feasibility of incorporating density from County-owned land on the east side of North Quincy Street (Mosaic Park) into the Founders Square site plan in exchange for improvements to Mosaic Park; 2) Report on whether the Board-established Mosaic Park Planning Team (MPPT) would recommend proceeding with a density transfer in exchange for improvements to Mosaic Park; and 3) Make a recommendation on the amount and value of any such proposed density transfer. In a follow up Memorandum dated October 22, 2008, the County Manager set forth recommendations on how to move forward on these elements of the Resolution. Based on the MPPT’s recommendation to proceed with a density transfer consisting of three (3) additional floors on the approved commercial office building located on Wilson Boulevard and one (1) additional floor on the approved south residential building located on the west side of North Quincy street in exchange for improvements to Mosaic Park, the County Manager recommended that a \$4.5 million budget for the initial phase of improvements to Mosaic Park be established. This amount was based on the value of density (62,700 square feet of commercial GFA and 16 residential units) to be allocated from Mosaic Park to the Founders Square site plan. It was further recommended that the density be

transferred from Mosaic Park to Founders Square by a site plan amendment, which is further addressed in an accompanying staff report.

The subject proposal would permit the transfer of density as intended under Section 36.H.5.b of the Zoning Ordinance; Transfer of Development Rights (TDR). In order to transfer density from Mosaic Park to Founders Square, County Board approval of the two (2) sites as Sending and Receiving sites is required. In addition, the County Board must certify the transferrable development rights of the Sending Site to determine that it meets the eligible purposes of a TDR consistent with Section 36.H.5.b of the Zoning Ordinance. The appropriateness of the density on the Receiving Site is discussed in the companion report for Site Plan #413.

**The following provides additional information about the Sending and Receiving sites and locations:**

Site: The Mosaic Park site (Sending Site) is located in Ballston on the east side of North Quincy Street between Wilson Boulevard to the north and 5<sup>th</sup> Road North to the south. It is bounded by North Quincy Street to the west and North Pollard Street to the east. The 78,569 square foot site is comprised of approximately 46,805 square feet of area owned by the County and maintained currently as Mosaic Park, County-owned parcels exchanged with WMATA totaling approximately 26,380 square feet, and 5,384 square feet of area currently referred to as Mack's Auto.<sup>1</sup>

The Founders Square site (Receiving Site) is approximately 233,151 square feet, and is located immediately west of the Sending Site on the west side of North Quincy Street between Wilson Boulevard and 5<sup>th</sup> Road North. It is generally bounded by Wilson Boulevard to the north, North Randolph Street to the east, 5<sup>th</sup> Road North to the South and North Quincy Street to the west. The site is currently approved for development by site plan with five (5) mixed used buildings comprised of: a 15-story office building, a 13-story secure-office building, a 17-story, 198-unit, residential building, a 12-story, 164-unit, residential building, and a one (1)-story retail building. Two (2) of the five (5) buildings are currently under construction, the 13-story secure office building and the one (1) story retail building.

Zoning: The current by-right zoning of the Mosaic Park site is a combination of "CM" Limited Industrial Districts and "RA8-18" Apartment Dwelling Districts. The Founders Square site is zoned "C-O-2.5" Commercial Office Building, Hotel, and Apartment Districts.

General Land Use Plan (GLUP) Designation: The General Land Use Plan designation of the Mosaic Park site is "Medium Residential" (32-72 units per acre) and "Public" (Parks, Schools, Parkways, major unpaved rights of way, Libraries and Cultural Facilities). The Founders Square site is designated "Medium" Office-Apartment-Hotel on the GLUP. Both sites are located within the North Quincy Street Coordinated Mixed Use District, designated Note 14 on the GLUP.

Neighborhood: The sites are located within the Ashton Heights Civic Association (AHCA)

---

<sup>1</sup> By County Board action on January 22, 2011, the County will have ownership and title of the Mack's Auto parcel.

and are across the street from the Ballston–Virginia Square Civic Association.

**DISCUSSION:** Section 36.H.5.b. of the Zoning Ordinance adopted by the County Board in February 2006 sets forth the requirements for Transfer of Development Rights (TDR). The Zoning Ordinance provides the following:

*In approving and accepting a site plan, the County Board may, subject to such conditions as the Board may approve, permit the dedication of density or other rights to develop, as determined by the Board, from one or more parcels that are not the subject of a particular site plan application to one or more parcels of property that are the subject of that same site plan application for purposes of, among others, open space, historic preservation, affordable housing, community recreation, and/or community facilities. In considering the approval of such dedication, the County Board shall consider the appropriateness of the dedicated density or other development rights at the proposed location, and whether the dedication is consistent with the Zoning Ordinance approved land use policies and plans, and the public health, safety and welfare generally.*

Subsequent to the adoption of the Zoning Ordinance amendment to provide for TDRs, the County Board adopted the *Policy Guidance for Transfer of Development Rights, beyond the Arlington County Zoning Ordinance Section 36.H.5.b.* (adopted January 2008, amended in April 2009). The TDR policy provides the following guidance for implementing a TDR:

- The County Board must approve all sending and receiving sites.
- The amount of density to be transferred would generally be based on the unused by-right density on the site (and can only ultimately be transferred by County Board approval of a site plan).
- Additional density and other development rights associated with TDRs shall be subject to the limitations on maximum height and other building form regulations applicable to the receiving site, as provided for in the zoning district regulations, the adopted General Land Use Plan (GLUP), and other adopted plans for the area.
- The owner(s) of both the sending and receiving site are required to record deed restrictions on the sites, with substance and form acceptable to the County Attorney.
- The County Board may allow transfers as: 1) a single transfer of all certified density or other development rights from one sending site to one receiving site, 2) a single transfer of all certified density or other development rights from one sending site to multiple receiving sites, 3) a multiple transfer of certified density or other development rights over time from one sending site to one or more receiving sites.
- Conversion table to be used as a guide when transferring density from units/acres districts to FAR districts.

Type of Development	Square Footage Conversion
Single-Family & Townhouse	3,000 square feet
Multifamily Apartment Unit	1,500 square feet
Commercial	One Square foot for one square foot

Sending Site Eligibility: The expansion and preservation of the Mosaic Park site as open space has been contemplated since the adoption of the Ad Hoc Quincy Street Open Space Working Group Final Report of 1992 in which was included a recommendation for a master plan for a new park generally bounded by North Pollard Street to the east, North 6<sup>th</sup> Street to the North, North Quincy Street to the west and 5<sup>th</sup> Road North to the south. Relevant County documents approved subsequent to this report have continued to show a park in this general location. With the assembly and acquisition of parcels by the County, the land area is available to expand the park as provided in the plan and move forward with implementing the approved concept plan for the park documented in the 2009 *Mosaic Park Master Plan*. Further, it has been contemplated since the review and approval in 2008 of the Founders Square site plan that density from Mosaic Park may be transferred to the Founders Square site plan in exchange for improvements to Mosaic Park. With the transfer of density from Mosaic Park to Founders Square, the applicant proposes to make improvements to the Mosaic Park site valued at \$6,551,160. The density transfer in exchange for improvements would further the County’s goal of expanding and preserving open space in this area in Ballston as envisioned in the Mosaic Park Master Plan and contemplated since the early 1990s. Thus, the proposed sending site would be in compliance with the eligible purposes of open space articulated in Section 36.H.5.b of the Zoning Ordinance.

Calculation of Transferrable Development Rights: In November 2010, a boundary survey of the Mosaic Park site was completed in order to determine the current amount of density available to transfer. The total area of the site based on this survey is 78,569 square feet. A portion of the site is within the “CM” Limited Industrial districts zoning boundary and a portion in the “RA8-18” Apartment Dwelling districts zoning boundary. The table below provides a breakdown of the site’s land area by parcel, associated zoning, and then provides the total area of the site within the applicable zoning district boundaries. A map depicting the same is attached to this report.

**MOSAIC PARK LAND AREA SUMMARY: BY PARCEL AND ZONING**

	<b>Parcel #</b>	<b>Current Zoning</b>	<b>Land Area (Sq Ft)</b>
WMATA Exchange Parcel	14060037	CM	3,844
WMATA Exchange Parcel	14060016	CM	5,384
WMATA Exchange Parcel	14060042	CM	17,152
Mack's Auto	14060017	CM	5,384
Mosaic Park	14060060	CM	19,044
<b><i>Sub-Total "CM" Land Area</i></b>			<b>50,808</b>
Mosaic Park	14060019	RA8-18	9,315
Mosaic Park	14060020	RA8-18	5,750
Mosaic Park	14060060	RA8-18	12,696
<b><i>Sub-Total "RA8-18" Land Area</i></b>			<b>27,761</b>
<b>TOTAL LAND AREA</b>			<b>78,569</b>

The site’s land area that is within the “CM” zoning district is 50,808 square feet and the site’s land area that is within the “RA8-18” zoning district is 27,761 sq ft. The Zoning Ordinance provides that density in the “CM” zoning district for commercial uses is not to exceed a ratio of

gross floor area of all structures to the total area of the site at 1.5 to 1. This provides that the proposed sending site’s “CM” land area could be developed at up to 1.5 FAR commercial (76,212 square feet of commercial GFA). The “RA8-18” zoning district provides that the minimum lot area per dwelling unit for apartment houses or town house dwelling units shall be 1,200 square feet, which would permit up to a maximum of 23 residential units on the “RA8-18” land area of the site. This represents the site’s by-right development potential and density that under the TDR policy would be available to transfer to an eligible Receiving Site.

**MOSAIC PARK BY-RIGHT DENSITY**

	Site Area	Density Permitted per the Zoning Ordinance	Max. Permitted Commercial GFA/Residential Units
“CM” Land Area	50,808	1.5 FAR	76,212 sq ft commercial GFA
“RA8-18” Land Area	27,761	1,200 Sq Ft/Lot	23 residential units

It is proposed that by site plan amendment to the Founders Square site plan, that all of the by-right density be transferred as follows:

**TDR DENSITY CONVERSION**

	Commercial GFA	Residential Units
By-Right Commercial GFA and Residential Density Proposed for Transfer	76,212	11
Residential Density Proposed for Conversion to Commercial GFA @ 3,000 sq ft per unit <sup>2</sup>	←	12
Additional Commercial GFA Proposed for Transfer After Conversion from Residential Units	36,000	
<b>Total Proposed Density Transfer</b>	<b>112,212</b>	<b>11</b>

The commercial GFA is proposed to be transferred at a rate of one square foot per square foot of GFA. With respect to the residential units, it is proposed that 11 of the 23 units be transferred on a unit for unit basis, while 12 of the units would be transferred as commercial gross floor area at a rate of 3,000 square feet per residential unit.

Once transferred by site plan amendment, the density would be applied to the Founders Square development proposal as follows:

- Five (5) additional stories on the north office building approved on Wilson Boulevard at North Randolph Street (108,192 square feet of commercial gross floor area); and
- Eleven (11) residential units in the north residential building approved on Wilson Boulevard at North Quincy Street (10,920 square feet of residential gross floor area).

<sup>2</sup> A conversion of residential units to commercial GFA at a rate of 3,000 square feet per unit for single-family and townhouses is proposed. Although the County policy specifies that density for apartments would be transferred at a rate of 1,500 square feet per unit, it is most likely that if the site were redeveloped by-right as residential, townhouses would be developed as opposed to multifamily residential in keeping in context with the scale and pattern of development in the surrounding neighborhood. Therefore, the 3,000 square feet per unit number, which is for single-family and townhouses, is used.

With only 108,192 square feet of commercial gross floor area proposed to be applied to the site plan, and 112,212 square feet proposed for transfer as indicated in the table above, there would be 4,020 square feet of unused commercial gross floor area for the project. Condition #87 proposed with the accompanying site plan amendment provides that the use of unused density transferred from Mosaic Park to the Founders Square site plan requires review by the Site Plan Review Committee (SPRC) prior to review and approval by the County Board with the request of a site plan amendment. The value associated with this unused density would be determined at such time in the future that a site plan amendment is requested as part of the application review process.

Density Transfer Valuation

Consistent with the 2008 Resolution on Founders Square and Mosaic Park, in order to determine the value for the park contribution with the transfer of density, a rate of \$55 per square foot of gross floor area was determined as the market appraised value of the Mosaic Park site. In order to apply this factor to the proposed transfer of 112,212 square feet of commercial GFA and 11 residential units, the residential units are converted to gross floor area based on the average unit size as proposed to be applied to the north residential building at 992.75 square feet per unit. For the commercial gross floor area, the contribution value is only being applied to the actual density that will be used on the north office building at 108,192 square feet. This calculation is provided in the table below.

<b>Commercial GFA Proposed (Sq Ft)</b>	108,192
<b>Residential Units Proposed</b>	11
<b>Average Residential Unit Size (Sq Ft/Unit)</b>	992.75
<b>Residential GFA Proposed (Sq Ft)</b>	10,920
<b>Total TDR GFA (Sq Ft)</b>	119,112
<b>Mosaic Park Contribution Value (Per Sq Ft of TDR GFA)</b>	\$55
<b>Total Contribution</b>	\$6,551,160

**Community Process:** The certification of density on Mosaic Park was discussed at the December 13, 2010 Site Plan Review Committee meeting in the context of the proposed density transfer. The Committee expressed concern that the process remain transparent and that all the details be provided to the Planning Commission regarding the transfer of development rights using the Zoning Ordinance and policy as adopted, for the first time with the subject project.

Planning Commission: The subject certification was reviewed by the Planning Commission at its meeting on January 10, 2011. The Commission recommended 11-0 that the County Board adopt the subject certification subject to the following recommendations:

- The County Manager develop a more explicit and objective method of evaluating the value of transferrable development rights.
- Staff provide a more detailed report that includes:
  - Calculation of density by parcel and zoning district;
  - Include a comparison of the \$55 per square foot value for the Mosaic Park contribution to other assessments completed;

- Clarify the policy objectives and any precedent being set;
- Provide a clear justification for any assumptions made with respect to the calculations;
- Provide more detail on the rationale for the conversion of residential units to commercial gross floor area at a rate of 3,000 square feet per unit; and
- Provide more information to the County Board on the valuation of \$55 per square foot.

*Staff Response:* Staff methodology for determining by-right density on the Mosaic Park site and density to be transferred from Mosaic Park to the Founders Square site plan is consistent with the Zoning Ordinance and TDR policy guidance. Staff has incorporated in the text of the report, additional data tables and narrative to document the calculations and assumptions for all calculations involved with the certification and transfer of development rights proposed. This includes: 1) establishing the by-right density available on Mosaic Park, 2) converting where applicable available by-right density to be transferred from Mosaic Park to Founders Square, and 3) determining the value of the density proposed for transfer and the contribution for improvements to Mosaic Park.

**CONCLUSION:** The transfer of density from Mosaic Park to the Founders Square project in Ballston has been contemplated since the Founders Square site plan review and approval in July 2008. The proposed transfer of density in exchange for improvements to Mosaic Park valued at \$6,551,160 will facilitate the County's long-term goal and vision for a significant park and open space in this location in Ballston. The transferrable development rights have been calculated based on a boundary survey of the site, and based on the TDR ordinance and policy, the Sending Site would be eligible to transfer density for the purposes of open space. An accompanying report addresses the site plan amendment for Founders Square and the appropriateness of the additional density proposed to be transferred to the site. Therefore, staff recommends that the County Board adopt the attached resolution certifying the subject site as an eligible sending site for the purposes of open space, and the transferrable development rights on the site comprised of 76,212 square feet of commercial GFA and 23 residential units, which units may be transferred on a unit for unit basis as residential or hotel use, or at a rate of 3,000 square feet commercial GFA per unit, and may be transferred to the Founders Square site plan – SP #413 by site plan amendment.

## **Certification of Transferrable Development Rights Resolution**

Whereas, the County Board finds that certain density existing on property owned by the County Board of Arlington County, Virginia identified as Mosaic Park and generally bounded by Wilson Blvd. to the north, N. Pollard St. to the east, 5<sup>th</sup> Road North to the south, and N. Quincy St. to the west - Wilson Boulevard, 3929 5<sup>th</sup> Place North, 544 N. Pollard St., 548 N. Pollard St., and 538 N., Pollard St. (RPC: 14-060-016, -017, -019, -020, -037, -042, and -060), will not be needed for public purposes.

Whereas, a boundary survey dated December 2, 2010 and completed by Arlington County, Department of Environmental Services Survey Staff concludes that the Mosaic Park site is 78,569 square feet and is subject to the requirements set forth in the "CM" Limited Industrial districts and "RA8-18" Apartment Dwelling districts of the Arlington County Zoning Ordinance.

Whereas, the by-right unused density on the Mosaic Park site has been calculated based on the boundary survey dated December 2, 2010 and completed by Arlington County, Department of Environmental Services Survey Staff, and the limits and requirements set forth in the Arlington County Zoning Ordinance as 76,212 square feet of commercial GFA and 23 residential units.

Whereas, the County Board finds that the preservation of open space on the Mosaic Park site for the Transfer of Development Rights would be initiated and expanded consistent with Section 36.H.5.b. of the Arlington County Zoning Ordinance.

Now therefore, the County Board hereby certifies that the Mosaic Park site is an eligible Sending Site for open space purposes, to transfer to SP #413, 76,212 square feet of commercial GFA and 23 residential units, which units may be used on a per unit basis as residential or hotel units or commercial GFA at a rate of 3,000 square feet per residential unit.

# Attachments

**DRAFT** Declaration of Development Density

THIS DECLARATION (this “**Declaration**”) dated \_\_\_\_\_ is made by ASHTON PARK ASSOCIATES III, LLC, a Arlington based limited liability company and ASHTON PARK ASSOCIATES IV, LLC, a Arlington based limited liability company (collectively, “**Ashton Park Associates**”) and THE COUNTY BOARD OF ARLINGTON COUNTY, VIRGINIA, a body politic (the “**County**”), each of which is both a Grantor and a Grantee.

Recitals

**R-1** Contemporaneously with the execution and delivery of this Declaration, the County has transferred to Ashton Park Associates development rights (“**density**”) off of the real property described by metes and bounds in Exhibit A, which is also shown as RPCs 14-060-016, -017, -019, -020, -037, -042, and -060 on the attached survey map attached hereto as Exhibit B dated December 2, 2010, prepared by Arlington County Department of Environmental Services, Survey Staff (the “**Plat**”).

**R-2** Pursuant to Settlement Agreement dated (the “**Supplemental Agreement**”) \_\_\_\_\_, with (entity name), the County has the right to transfer development rights of the real property shown as RPCs 14-060-016, -017, -019, -020, -037, -042, and -060 on the Plat.

**R-3** The foregoing parcels, containing approximately 1.80 acres, are sometimes referred to as “**Mosaic Park.**”

**R-4** Ashton Park Associates is the fee simple owner of portions of the real property described by metes and bounds in Exhibit C containing approximately 5.35 acres (“**Founders Square**”), having acquired the same from (Seller), a (State) corporation by (deed type) dated (date) recorded (date), in the Clerk’s Office, Circuit Court, Arlington, Virginia.

**R-5** On July 19, 2008, the County approved site plan #413 for Founders Square, and a subsequent site plan amendment on January 22, 2011.

**R-6** Condition #88 of the Site Plan as amended on January 22, 2011, states in relevant part that “as such time as the developer provides the contribution to the County for the improvements to Mosaic Park, and the other requirements of this condition are met, the transferrable density shall be incorporated into the Site Plan (SP #413), which shall then permit development of a total of 76,212 square feet of commercial GFA and 23 residential units, which units may be used one a unit for unit basis as residential or hotel units, or 3,000 square feet of commercial GFA per residential unit.

**R-7** Upon fulfillment of the terms of Condition #88 transferring density from Mosaic Park to Founders Square, the County will record an open space covenant among the land records of the clerk of the Circuit Court of Arlington County, in form and substance acceptable to the County Manager and the County Attorney, that extinguishes any and all remaining density rights to density Ashton Park Associates may have on Founders Square.

**R-8** The County wishes to confirm that they have relinquished all development rights in Mosaic Park.

**R-9** The parties also wish to confirm that the permitted development density of 76,212 square feet of commercial GFA and 23 residential units has been irrevocably and unconditionally allocated to Founders Square pursuant to, and in accordance with, the Site Plan as amended on January 22, 2011.

Agreements and Declaration

NOW, THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the County and Ashton Park Associates, for themselves and their successors and assigns, agree and declare that:

1. The foregoing Recitals are incorporated herein by reference.

2. The County agrees, declares and confirms that the permitted development density of 76,212 square feet of commercial gross floor area and 23 residential units has been irrevocably and unconditionally allocated to Founders Square in accordance with the site plan (SP #413) as amended on January 22, 2011.
3. Paragraph 2 of this Declaration shall be a covenant and/or an equitable servitude running with the land for the benefit of the County, and the burden of such covenant and/or servitude shall run with the Property and shall be binding upon Ashton Park Associates and their successors in interest and assigns, and this Declaration shall otherwise be binding upon the parties hereto and their successors in the interest and assigns.
4. Paragraph 3 of this Declaration declares and confirms the allocation of density for development rights on Founders Square as provided for the site plan as amended on January 22, 2011 that shall run with the land of Founders Square and to the successors in interest and assigns of Ashton Park Associates.
5. The terms of this Declaration are contractual in nature and not mere recitals. This Declaration shall be construed and governed in accordance with the laws of the Commonwealth of Virginia.

IN WITNESS WHEREOF, the parties have executed this Declaration as of the date first above written.

THE COUNTY BOARD OF ARLINGTON  
COUNTY, VIRGINIA

By: \_\_\_\_\_  
County Manager

ASHTON PARK ASSOCIATES III, LLC

By: \_\_\_\_\_  
John Shooshan, Manager

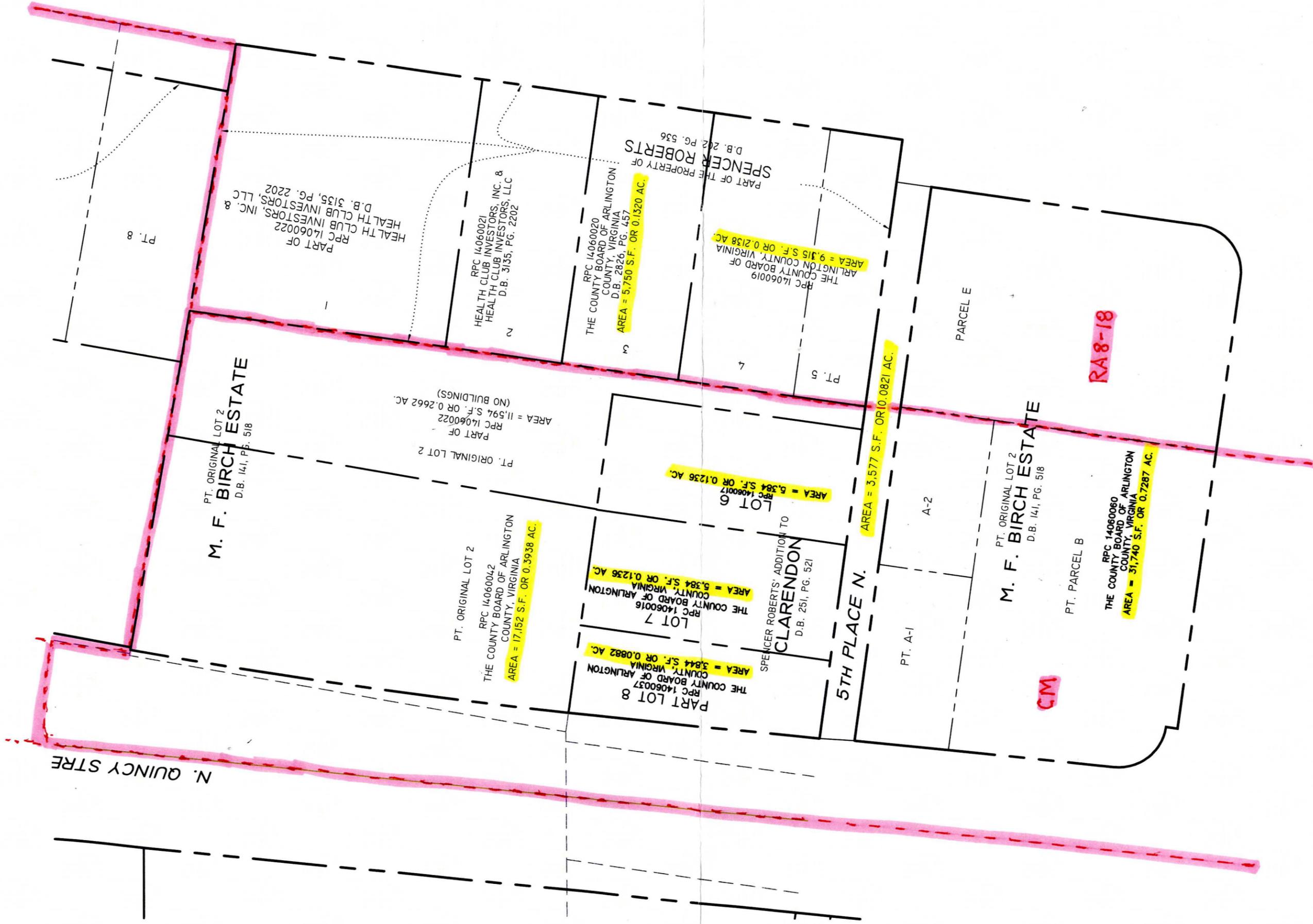
ASHTON PARK ASSOCIATES IV, LLC

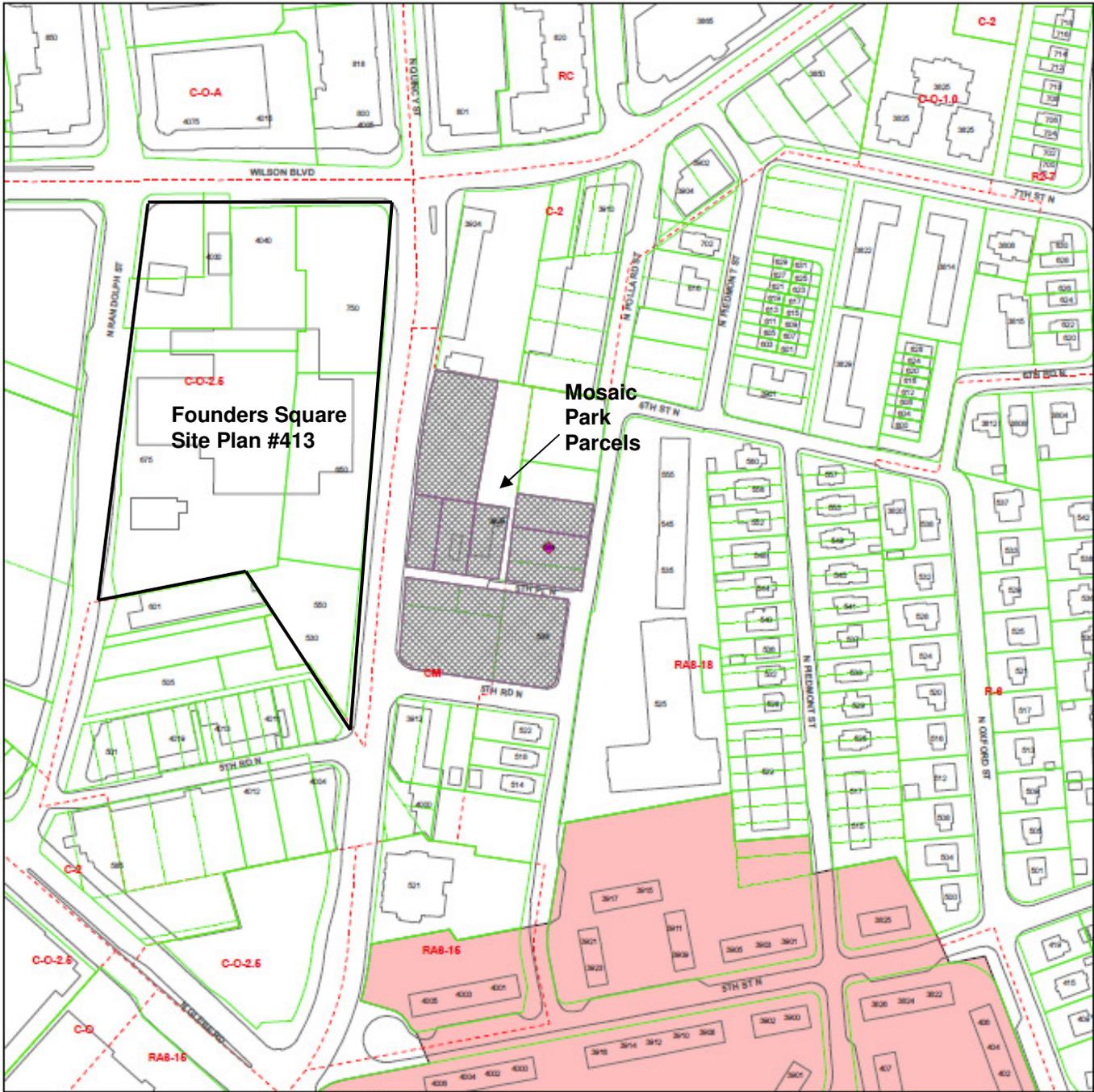
By: \_\_\_\_\_  
John Shooshan, Manager

**Approved as to form:**

\_\_\_\_\_

**County Attorney**





**Mosaic Park (Sending Site)**  
 Wilson Boulevard, 3929 5<sup>th</sup> Place North, 538 N. Pollard St., 544 N. Pollard St., & 548 N. Pollard St.

RPC: 14-060-016, -017, -019, -020, -037, -042, and -060



 Case Location(s)  
 Scale: 1:2,436

Note: These maps are for property location assistance only. They may not represent the latest survey and other information.