

Tax Parcel No. 21-67

PROFFERS

THESE PROFFERS are made this 28th day of August, 2009 by First Management Company, LLC, together with its successors and assigns (the "Owner").

RECITALS

- A. Owner legally possess the tracts or parcels of land located in Dinwiddie County, Virginia, (the "County") and being Tax Parcel No. 21-67 containing approximately 88.89 acres also known as 7613 and 7617 Blue Tartan Road (the "Property").
- B. The Property is within the Planned Growth Area on the County's Comprehensive Plan and is now zoned Agricultural, A-2. Owner has applied to rezone the Property from Agricultural, A-2, to Residential, R-1, with proffers.
- C. Owner desires to offer to the County certain conditions on the development of the Property not generally applicable to land zoned Residential, R-1.

NOW, THEREFORE, for and in consideration of the approval of the requested rezoning, and pursuant to Section 15.2-2298 of the Code of Virginia, 1950, as amended, and the County Zoning Ordinance, Owner agrees that they shall meet and comply with all of the following conditions in developing the Property. If the requested rezoning is not granted by the County, these Proffers shall be null and void.

CONDITIONS

- 1. In order to assist the County with mitigation of impacts on the County from the development of the Property, a contribution of \$9,688.00 per unit shall be paid to

the County prior to the issuance of each building permit. The County may use these funds for any project in the County's Capital Improvement Plan, the need for which is generated in whole or in part by the physical development and operation of the Property.

2. The per lot contribution paid each year pursuant to Section 1 shall be adjusted annually beginning January 1, 2010 to reflect any increase or decrease for the preceding year in the Consumer Price Index, U.S. City Average, All Urban Consumers (CPI-U) All Items (1982-84 = 100) (the "CPI") prepared by the U.S. Bureau of Labor Statistics of the U.S. Department of Labor. In no event shall the per lot contribution be adjusted to a sum less than the amount set in Section 1. In the event the CPI is not available, another reliable government indicator approved by the County may be relied upon in establishing an inflationary factor for purposes of determining the per lot contribution to approximate the rate of annual inflation in the County.
3. All roads within said property will be designed and constructed in accordance with the subdivision street requirements of the Virginia Department of Transportation and County Code Requirements.
4. The Owner shall limit the total number of lots within the subject property to a maximum of fifty (50).
5. The Owner shall organize a homeowners association (the "Association") in accordance with Virginia law in which all property owners in the development, by virtue of their property ownership, shall be members. The articles of incorporation, bylaws and restrictive covenants (the "Governing Documents")


creating and governing the Association shall be submitted to, reviewed, and approved to be in accordance with these proffers, by the County Attorney prior to final subdivision plat approval. The Association shall protect the investments and assure a pleasant environment free of many of the disquieting aspects of denser and less inherently beautiful communities for those families who are residents.

6. The Owner shall provide to the Association a parcel of land within the proposed development of at least 1 acre size for recreational use as well as future amenities.
7. The Owner agrees to cul-de-sac the Southern end of Blue Tartan Road to preclude cut through traffic from Merten Lane and provide an emergency access gate for Fire and Life Safety access.
8. The Owner agrees to place restrictions in the homeowners association documents that will restrict the development impact where the civil war breastworks are located.
9. No home located on said property shall have less than 1,800 square feet of heated area.
10. The Owner agrees, with recordation of a the first subdivision plat for the development, to dedicate an ultimate right-of-way width of 50' along Blue Tartan for the entire frontage of the property located North of the Seaboard Systems Railroad property.
11. The Owner shall develop the property generally as shown on the conceptual plan dated August 31, 2009 and attached hereto as Exhibit A. Modifications in the conceptual plan may be allowed or modifications as needed to satisfy VDOT,

COE/DEQ, Health Dept, County Staff or other regulatory agencies without further review by the Planning Commission or Board of Supervisors.

12. The Owner shall prior to issuance of the 31st building permit construct an access roadway from Blue Tartan Road to Route 1. The location and alignment are to be at a point acceptable to VDOT.

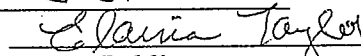
WITNESS the following signatures:
FIRST MANAGEMENT COMPANY, LLC



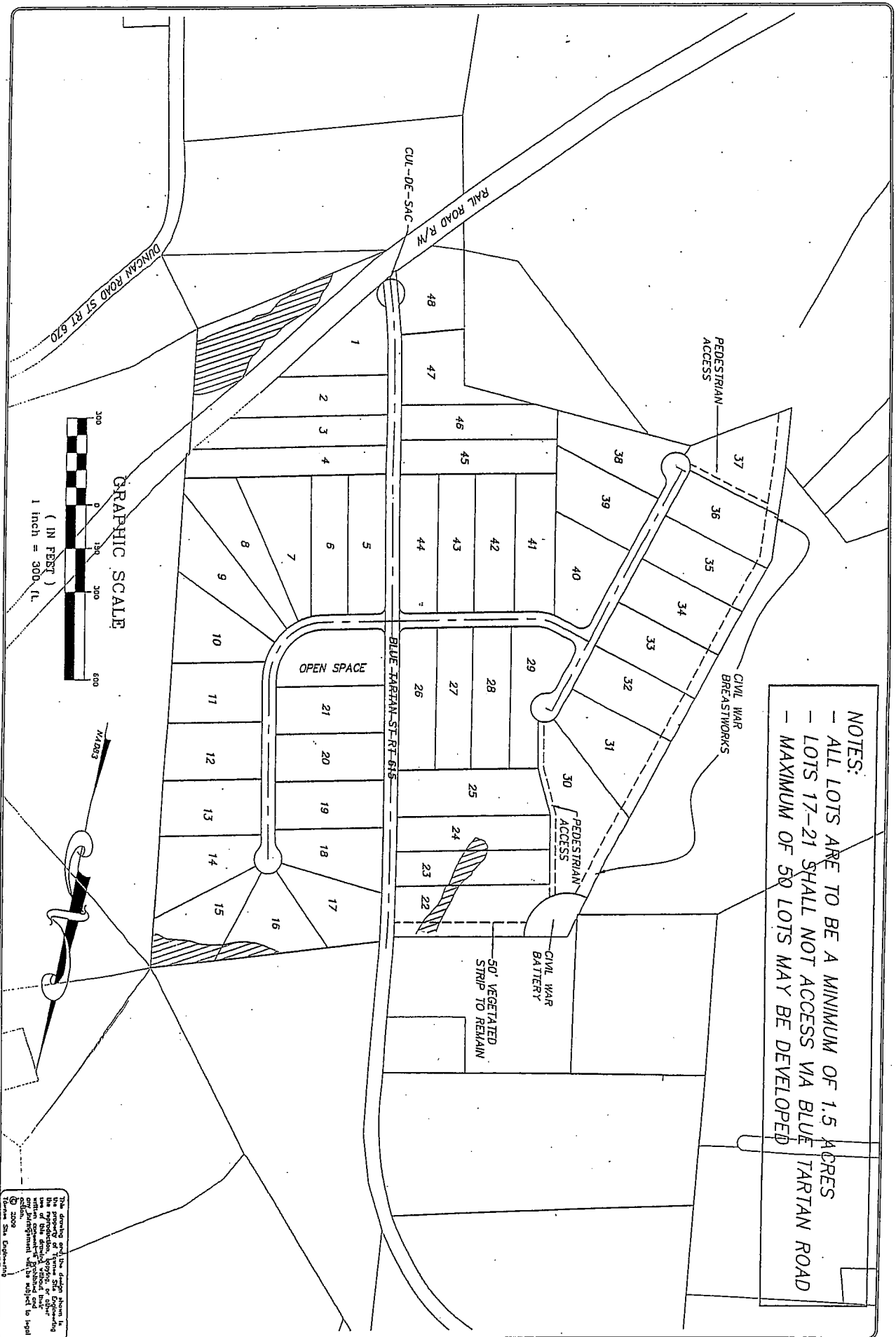
J. DALE PATTON – Managing Member

STATE OF VIRGINIA
COUNTY OF DINWIDDIE, to wit:

The foregoing instrument was acknowledged this 1st day of ~~August~~ ^{Sept.} 2009, by J. DALE PATTON, Managing Member of First Management Company, LLC
My commission expires: 5-31-2011

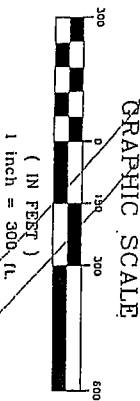


Notary Public #1530560



NOTES:

- ALL LOTS ARE TO BE A MINIMUM OF 1.5 ACRES
- LOTS 17-21 SHALL NOT ACCESS VIA BLUE TARTAN ROAD
- MAXIMUM OF 50 LOTS MAY BE DEVELOPED



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DATE	REVISIONS	BY
04/31/09	1.00	SHAY C. JEFFREY
04/31/09	1.01	SHAY C. JEFFREY
04/31/09	1.02	SHAY C. JEFFREY
04/31/09	1.03	SHAY C. JEFFREY
04/31/09	1.04	SHAY C. JEFFREY
04/31/09	1.05	SHAY C. JEFFREY
04/31/09	1.06	SHAY C. JEFFREY
04/31/09	1.07	SHAY C. JEFFREY
04/31/09	1.08	SHAY C. JEFFREY
04/31/09	1.09	SHAY C. JEFFREY
04/31/09	1.10	SHAY C. JEFFREY

EXHIBIT 'A'
ROHOIC DISTRICT
DINWIDDIE COUNTY, VIRGINIA



Townes
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