

PROFFER AMENDMENT

Date: _____. [USE THE DATE THE PROFFERS ARE SIGNED]

ZMA #201600023

Tax Map and Parcel Number(s): PORTIONS OF ALBEMARLE COUNTY TAX MAP PARCELS 07800-00-00-01400, 07800-00-00-014E0, 07800-00-00-014C0 and 07800-00-00-014A0

Owner(s) of Record: UMANSKY PROPERTIES TOC, LLC, a Delaware limited liability company (formerly owned by Virginia's First Family of Fine Cars, Inc. and S & B Realty Venture, L.L.C.) and UMANSKY PROPERTIES MBOC, LLC, a Delaware limited liability company (formerly owned by S & B Realty Venture, L.L.C.) (the "Owner(s)").

Rezoning request for Application Plan (the "Application Plan") entitled "*BROWN TOYOTA AND MERCEDES DEALERSHIPS 1357 & 1381 Richmond Road Charlottesville, VA 22911 RE-ZONING APPLICATION PLAN*" prepared by *B. Clark Gathright, LLC*, dated August 17, 2017, last revised on [INSERT LATEST DATE OF PLAN].

UMANSKY PROPERTIES TOC, LLC, a Delaware limited liability company is the owner(s) of Tax Map and Parcel Number 07800-00-00-01400 and 07800-00-00-014E0 (the "Property") which is the subject of rezoning application, a project known as "[INSERT NAME OF PROJECT]" (the "Project").

In order to accomplish the rezoning, a site plan amendment is required be made to the above Property and to Tax Map and Parcel Number 07800-00-00-014C0 owned by UMANSKY PROPERTIES TOC, LLC, a Delaware limited liability company and to Tax Map and Parcel Number 07800-00-00-014A0 owned by UMANSKY PROPERTIES MBOC, LLC, a Delaware limited liability company.

Pursuant to Section 33.3 of the Albemarle County Zoning Ordinance, the owners, or their duly authorized agent, hereby voluntarily proffer the conditions listed below which shall be applied to their property, if rezoned to the zoning district identified above. These conditions are proffered as a part of the requested rezoning and it is agreed that: (1) the rezoning itself gives rise to the need for the conditions; and (2) such conditions have a reasonable relation to the rezoning request.

1. Development shall be in general accord with Plan entitled "*BROWN TOYOTA AND MERCEDES DEALERSHIPS 1357 & 1381 Richmond Road Charlottesville, VA 22911 MINOR SITE PLAN AMENDMENT*" prepared by *B. Clark Gathright, LLC*, dated May 16, 2017, last revised on August 17, 2017, the primary features of which include: The proffered site plan will include a platted 2.47 acre preservation area for stormwater management and water quality purposes (see the attached plat dated September 28, 2017, captioned "New Forest/.Open Space Preservation Area TMP 78-14 and 78-14E Albemarle County" made by Commonwealth Land Surveying, LLC). The site plan also delineates the current preserved and managed slopes areas that will be used to amend the County Zoning Maps.

OWNER:

UMANSKY PROPERTIES TOC, LLC, a Delaware limited liability company

By: _____
Danny Umansky, CEO

Date signed: _____

OWNER:

UMANSKY PROPERTIES MBOC, LLC, a Delaware limited liability company

By: _____
Danny Umansky, CEO

Date signed: _____