R-3 to B-2C
1.3814 Ac.
February 17, 2009

Entropy LLC
Attn: John R. Hauserman
10160 Staples Mill Road
Glen Allen, VA 23060

Re: Conditional Rezoning Case C-48C-07

Dear Mr. Hauserman:

The Board of Supervisors at its meeting on February 10, 2009, granted your request to conditionally rezone from R-3 One-Family Residence District to B-2C Business District (Conditional), Parcels 769-756-6351, 769-756-6059, and 769-756-5766, described as follows:

Parcel #1

Beginning at a "VDOT" concrete monument situated 85± east of Staples Mill Road (State Route 33), said point being designated as "P.O.B. #1" on plat; thence along the property now or formerly of the Commonwealth of Virginia N 80°38'50" W 98.05' to a "VDOT" concrete monument; thence along the east line of Staples Mill Road along a curve to the left with an Arc length of 123.18', a Radius of 10344.20', a Delta of 00°40'56", and a Chord of N 38°13'02" W 123.18' to a rod found on the east line of Staples Mill Road; thence departing said east line of Staples Mill Road S 80°52'17" E 183.51' to an iron rod found on the west line of Old Staples Mill Road; thence with said west line, S 05°37'42" W 84.00' to a "VDOT" concrete monument, said monument being the point and place of beginning and containing 11,753 sq. ft.(0.2698 acre.)

Parcel #2

Beginning at a iron rod found 169± from the east line of Staples Mill Road (State Route 33), said point being designated as "P.O.B. #2" on plat; thence along the property now and formerly of Donald J. and Nancy S. Cobb N 80°52'17" W 183.51' to an iron rod found; thence along the east line of Staples Mill Road in a curve to the left with an Arc length of 49.38', a Radius of 10344.20', a Delta of 00°16'25", and a Chord of N 38°41'43" W 49.38' to a "VDOT" concrete monument on the east line of Staples Mill Road; thence continuing along said north line of Staples Mill Road N 38°49'55" W 53.53' to an iron rod found; thence departing said north line of Staples Mill Road S 78°49'47" E
114.24' to an iron rod found; thence N 11°10'13" E 5.00' to an iron rod found; thence S 78°49'47" W 141.64' to a point on the west line of Old Staples Mill Road; thence along the west line of Old Staples Mill Road S 05°37'42" W 65.00' to an iron rod found, said rod being the point and place of beginning, containing 14,689 sq. ft. (0.3372 acre.)

PARCEL #3:

Beginning at a point 234± from the north line of Staples Mill Road (State Route 33), said point being designated as "P.O.B. #3" on plat; thence departing the west line of Old Staples Mill Road and passing through a pipe found, N 78°49'47" W 141.64' to an iron rod found; thence S 11°10'13" W 5.00' to an iron rod found; thence N 78°49'47" W 114.24' to an iron rod found on the east line of Staples Mill Road (State Route 33); thence with the north line of Staples Mill Road N 38°49'55" W 156.68' to an iron rod set; thence departing Staples Mill Road S 81°27'33" E 365.38" to a pipe found on the west line of Old Staples Mill Road; thence with the west line of Old Staples Mill Road, S 05°37'42" W 113.00' to a point; said point being the point and place of beginning and containing 33,733 sq. ft. (0.7744 acre.)

The Board of Supervisors accepted the following proffered conditions, dated January 29, 2009, which further regulate the above described property in addition to all applicable provisions of Chapter 24, Code of Henrico (Zoning Ordinance):

1. **Lighting.** Parking lot lighting standards shall not exceed twenty (20) feet in height above grade level. Parking lot lighting shall be produced from a concealed source of light.

2. **HVAC.** Rooftop heating and air conditioning equipment shall be screened from public view at ground level at the Property lines by means of parapets or other architectural features in a manner approved at the time of Plan of Development review.

3. **Central Trash Receptacles.** Central trash receptacles not including convenience cans shall be screened from public view at ground level and enclosed in a manner approved at the time of Plan of Development review.

4. **Building Height.** No building constructed on the Property shall exceed thirty-five (35) feet in height.

5. **Use Restrictions.** The following uses shall not be permitted on any portion of the Property:
   a. flea markets;
   b. gun shop sales and repair;
   c. private clubs and lodges, including fraternal organizations;
   d. public dance hall;
e. automobile, truck, trailer, motorcycle, recreational vehicle or bus sales, rental, repair, body shops or storage;
f. boat and boat trailer sales, service and storage;
g. billiard parlors; except as part of a restaurant use;
h. bars and taverns, except as part of a restaurant use;
i. massage parlors and establishments;
j. adult bookstores, video stores; or adult business as defined by Henrico County;
k. sign painting shop;
l. skating rinks (unless such ice skating areas are an amenity of the pedestrian-oriented shopping center), roller rinks, model racing tracks, electronic video game rooms, bingo halls;
m. funeral home, mortuary, crematorium and/or undertaking establishment;
n. parking lots, commercial (nothing herein shall preclude parking lots as an accessory use to a principally permitted use);
o. automotive service station;
p. towing service;
q. billboards;
r. truck stops;
s. communications towers, except as part of a permitted retail use;
t. self-storage facilities;
u. off-track betting parlors;
v. permanent on-site recycling collection facilities not associated with a permitted on-site retail use;
w. exterminating establishment;
x. fortuneteller, palmist, astrologist, numerologist, clairvoyant, craniologist, phrenologist, card reader, spiritual reader or similar activity;
y. establishments whose primary business is check cashing and/or the making of payday loans as defined and regulated by Sections 6.1-432 et seq. and 6.1-444 et seq. of the Code of Virginia (1950), in effect as of the date of the approvals of these proffers (the foregoing shall not preclude banks, savings and loans or similar financial institutions that are not regulated by the foregoing Virginia Code sections);
z. rifle or pistol range;
aa. commercial uses with drive-through service windows except banks; and
bb. sheet metal shop or roofing company.

6. **Architectural Treatment.** The exposed portion of each exterior wall surface (front, rear and sides) of buildings constructed on the Property (excluding rooftop screening materials of mechanical equipment) shall be similar to the exposed portions of other exterior wall surfaces of such building in architectural treatment and materials. All buildings constructed on the Property shall have exposed exterior walls (above finished grade) constructed primarily of brick. No building walls on the Property shall be covered with or have exposed to view any sheet or
 corrugated aluminum or metal, exposed aggregate concrete, unpainted or unfinished concrete masonry units or asbestos.

7. **Signs.** Any freestanding sign on the Property shall be limited to a maximum of ten (10) feet in height and shall be ground mounted with a monument style base. The only signage permitted on the Property shall be the aforementioned freestanding signs and the attached signage on the building permitted by the zoning ordinance, except for directional signs.

8. **Access.** There shall be no more than one (1) point of access from the Property to Old Staples Mill Road and no more than one (1) point of access to Staples Mill Road.

9. **Loud Speakers.** No outside pagers or loudspeakers shall be permitted on the Property, except in connection with an outdoor seating area adjacent to a restaurant. However, an intercom system equipped with volume control associated with a bank drive through window shall be permitted.

10. **SWM/BMP Facilities.** If the facilities for storm water management and BMP requirements need to be provided on the Property, then such facilities shall be provided underground.

11. **Landscaped Buffers.** A landscaped buffer shall be provided twenty-five (25) feet in width adjacent to the ultimate right-of-way line (as determined at the time of Plan of Development review) of Staples Mill Road except to the extent necessary or allowed for roads, sidewalks, utility easements, grading, and signage and other purposes requested and specifically permitted, or if required, by the Planning Commission at the time of Plan of Development review, or by any other governmental body. Any road, utility easement or use permitted within the aforesaid buffer area shall be extended generally perpendicular to the buffer area, unless otherwise requested and specifically permitted, or if required, by the County at the time of Plan of Development review and where permitted, areas disturbed for utility installations shall be restored to the extent reasonably practical.

12. **Sidewalk.** A sidewalk, five (5) feet in width, shall be provided in the right-of-way adjacent to the Property along Staples Mill Road.

13. **Overhead Doors.** Overhead doors shall not be permitted on the Property.

14. **Brickrete Wall.** If retail buildings are constructed on the Property, a brickrete wall a minimum of six (6) feet in height shall be provided along the rear of the buildings adjacent to Old Staples Mill Road and a landscaped buffer a minimum of twenty-five (25) feet in width shall be provided adjacent to Old Staples Mill Road south of any driveway. If any other type buildings are constructed on the Property and if requested by the Planning Commission at the time of Plan of Development, a
landscaped buffer no greater than twenty-five (25) feet in width or a wall no greater than six (6) feet in height shall be provided along Old Staples Mill Road.

15. **Severance.** The unenforceability, elimination, revision or amendment of any proffer set forth herein, in whole or in part, shall not affect the validity or enforceability of any of the other proffers or the unaffected part of any such proffer.

The Planning Department has been advised of the action of the Board of Supervisors and will revise its records and place a copy of the accepted proffered conditions in the Conditional Zoning Index.

Sincerely,

[Signature]

Virgil R. Hazelett, P.E.
County Manager

pc: Mr. Donald J. Cobb
Gloria L. Freye, Esquire
Dr. Penny G. Blumenthal, Dir., Research & Planning, Henrico County Schools
Director, Real Estate Assessment
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