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March 2, 2010

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By Hand Delivery

Diana L. Herndon
(202)663-8885
diana.herndon@pillsburylaw.com

Ms. Sharon Schellin
Office of Zoning
441 4th Street, N.W.
Room 200
Washington, D.C. 20001

Re: Z.C. Order No. 08-21

Dear Ms. Schellin:

In connection with the anticipated recordation of the PUD Covenant regarding ZC Case No. 08-21, this is a request that you certify that the attached copy of the above-referenced Zoning Commission Order is a true and complete copy. I have enclosed a check in the amount of \$15.00 for the certification fee.

Please call me at (202)663-8885 when the certification is complete so I can arrange to have it picked up. Thank you for your help with this matter.

Sincerely,

Diana L. Herndon
Real Estate Development Analyst

ZONING COMMISSION
District of Columbia

CASE NO. 08-21
EXHIBIT NO. 108

PILLSBURY WINTHROP SHAW PITTMAN LLP

2300 N STREET, NW
WASHINGTON, DC 20037

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PAY TO THE
ORDER OF

RC Treasuries

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FOR

08-21 cert. order

RC Treasuries

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GOVERNMENT OF THE DISTRICT OF COLUMBIA
Zoning Commission



March 3, 2010

Re: Z.C. Case No. 08-21 – The Athena Group (Square 1356, Lots 28, 929, 932 & 933

To Whom It May Concern:

I hereby certify that attached hereto, and bearing my initials in red ink in the lower right corner of each page, is a true copy of Z.C. Order No. 08-21 – consisting of 30 pages – of the official record of the Zoning Commission for the District of Columbia in Z.C. Case No. 08-21.

A handwritten signature in black ink, reading "Sharon S. Schellin", is written over a horizontal line. The signature is cursive and fluid.

SHARON S. SCHELLIN

SECRETARY TO THE ZONING COMMISSION

GOVERNMENT OF THE DISTRICT OF COLUMBIA
Zoning Commission



ZONING COMMISSION FOR THE DISTRICT OF COLUMBIA
ZONING COMMISSION ORDER NO. 08-21
Z.C. Case No. 08-21
Consolidated Approval for a Planned Unit Development and
Related Zoning Map Amendment
(The Athena Group, LLC - Square 1356, Lots 28, 929, 932, and 933)
September 14, 2009

Pursuant to notice, the Zoning Commission for the District of Columbia (the "Commission") held a public hearing on December 1, 2008, February 12, 2009, and March 16, 2009, to consider an application from Saimac Development LLC, an affiliate of The Athena Group, LLC, and associate developer, Willco Residential, (collectively, the "Applicant"), for consolidated review and approval of a planned unit development ("PUD") and related zoning map amendment for a portion of the Property from the R-1-B Zone District to the R-5-A Zone District in Square 1356, Lots 28, 929, 932, and 933. The Commission considered the application pursuant to Chapters 24 and 30 of the District of Columbia Zoning Regulations, Title 11 of the District of Columbia Municipal Regulations. The public hearings were conducted in accordance with the provisions of 11 DCMR § 3022. For the reasons stated below, the Zoning Commission hereby approves the application.

FINDINGS OF FACT

The Application, Parties, and Hearing

1. The project site consists of Square 1356, Lots 28, 929, 932, and 933 ("Property"). The Property is bounded by MacArthur Boulevard to the north and is bordered by single-family houses, apartment buildings, and townhouses. The majority of the site is occupied by the Riverside Hospital, a 200-bed, psychiatric hospital. The Property consists of approximately 120,994 square feet of land. (Exhibit 3.)
2. Lot 28, the site of the Riverside Hospital, was constructed in accordance with an approval for a planned unit development approved in Zoning Commission Case No. 70-15 through Order No. 21 in 1971. As part of that approval, the Commission approved a map amendment from the R-1-B Zone District to the R-5-A Zone District for the entirety of the hospital site and approved the Property for use as a hospital with up to 200 beds, 200 parking spaces, a floor area ratio ("FAR") of .89, a maximum height of 42 feet, and a lot occupancy of 23%. (Exhibit 3.)
3. The Applicant initially filed its application on November 8, 2007, as a modification to the PUD approved by Zoning Commission Order No. 70-15. The Applicant's application

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