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March 29, 2011

Hand Delivery

Board of Zoning Adjustment
441 4th Street, NW
Suite 210S
Washington, DC 20001

Re: Request for Extension of Application No. 17521-A
601-645 H Street, N.E.(Square 859, Lot 177)

Dear Members of the Board:

The purpose of this letter is to request a two-year extension of the effectiveness of the Order of the Board in BZA Application No. 17521-A. A copy of that Order, which became final on April 8, 2009, is Attachment A to this letter.

This extension is requested pursuant to Section 3130.6 of the Board's rules, which allows the Board to grant a two year extension of the time periods set forth in Section 3130.1, for good cause shown.

As set forth below, there is good cause for this request. Moreover, the Applicant is not proposing to change the Board-approved plans.

Compliance with Section 3130.6, et seq.

Pursuant to Section 3130.6, the Board may grant an extension of the time periods in Section 3130.1 for good cause shown upon the filing of a written request by the applicant before the expiration of the approval; provided, that the Board determines that the following requirements are met:

(a) "The extension request is served on all parties to the application by the applicant and all parties are allowed 30 days to respond;"

A copy of the extension request has been served on the Office of Planning and on Advisory Neighborhood Commission 6C, Advisory Neighborhood Commission 6A, the Stanton Park Neighborhood Association, the 6th & H Street, N.E. Neighborhood Association, and H Street Main Street.

BOARD OF ZONING ADJUSTMENT
District of Columbia

CASE NO. 17521-A

EXHIBIT NO. 119

Board of Zoning Adjustment
District of Columbia
CASE NO.17521
EXHIBIT NO.119

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OFFICE OF THE CLERK
DISTRICT OF COLUMBIA

(b) "There is no substantial change in any of the material facts upon which the Board based its original approval of the application that would undermine the Board justification for approving the original application;"

In requesting this extension of the Order, the applicant's plans for development of the site would be unchanged from those approved by the Board in its Order dated August 21, 2007 (Exhibit Nos. 96 and 105 in the record). There have been no changes to the zone district classification applicable to the property or to the Comprehensive Plan affecting this site since the issuance of the Board's Order. The only change to the requirements of the Regulations from which relief was sought is that the provisions requiring residential recreation space have been deleted and relief from §773 is no longer required.

(c) "The applicant demonstrates that there is good cause for such extension with substantial evidence of one or more of the following criteria:

(1) An inability to obtain sufficient project financing due to economic and market conditions beyond the applicant's reasonable control;"

As a result of the current economic climate and uncertainty in market conditions, the Applicant has been unable to secure project financing for the project to move forward at this time. The affidavit prepared by F. Davis Camalier and attached hereto as Attachment B indicates that the Applicant has been unable to secure financing for the approved project. Moreover, as the Board is aware, and as reported by numerous economic experts in statements made in the mass media, the District of Columbia and the United States are in the most significant economic downturn since the Great Depression of the 1930's. It finally seems that the regional economy may have begun to stabilize but it is necessary to obtain an extension in order to further explore potential funding sources. Thus, despite the Applicant's good faith efforts, the Applicant has been unable to obtain project financing for the approved project.

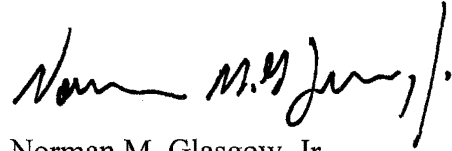
The regulations further provide in Section 3130.7 that "No extension granted by the Board shall be valid for a period longer than the original approval." The requested extension is for a period of two years, the same as that given for the original approval.

Pursuant to Section 3130.9 the request for time extension is being filed more than 30 days prior to the expiration date of BZA Order No. 17521-A.

A check made payable to the D.C. Treasurer in the amount of \$520.00, which is 26% of the original filing fee as required by Section 3180.1(f), is also enclosed.

We believe that the facts recited above provide sufficient basis under Section 3130.6, et seq. for the Board to grant the requested extension and we respectfully request that the Board do so.

Very truly yours,

A handwritten signature in black ink, appearing to read "Norm M. Glasgow, Jr.", followed by a vertical line and a period.

Norman M. Glasgow, Jr.
Kyrus L. Freeman

cc: Advisory Neighborhood Commission 6C
Advisory Neighborhood Commission 6A
Rosevelt Cain, Jr., President, 6th and H Street, N.E. Neighborhood Association
Anwar Saleem, Chairman, H Street Main Street
Stanton Park Neighborhood Association
Steve Cochran, D.C. Office of Planning

HOLLAND & KNIGHT LLP
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SUNTRUST

63-215/631
VOID AFTER 180 DAYS

80 80000945
U.S. FUNDS

DATE
03/29/11

AMOUNT
\$520.00

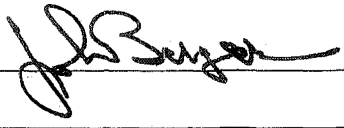
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A
Y FIVE HUNDRED TWENTY AND 00/100

TO THE
ORDER
OF

D.C. Treasurer
441 4th Street, NW
Suite 810 South
Washington, DC 20001

#17521-A

TWO SIGNATURES REQUIRED ON CHECKS OVER \$5,000



A

GOVERNMENT OF THE DISTRICT OF COLUMBIA
Board of Zoning Adjustment



Application No. 17521-A of 601-645 H Street Ventures LLC, pursuant to 11 DCMR § 3103.2, for a variance from the lot occupancy requirements under section 772 and a variance from the residential recreation space requirements under section 773, and pursuant to 11 DCMR §§ 3104.1 and 1325.1, a special exception from the lot occupancy requirements of § 1324.4, a special exception from § 1303.2 to permit a driveway on H Street, a special exception pursuant to § 2514.2 for a thirty-five foot extension of a less restrictive district into a more restrictive district, and a special exception under § 1320.4 to allow an addition that increases the gross floor area of an existing building by more than fifty percent on a lot that has 6,000 square feet or more of land area, in the H Street Northeast Neighborhood Commercial Overlay District in the HS/C-2-A and HS/C-2-C Districts at premises 601-645 H Street, N.E. (Square 859, Lot 177).

Hearing Dates: November 21, 2006 and December 5, 2006

Decision Dates: December 5, 2006 and February 6, 2007

Final Date of Order: August 21, 2007

Decision on Motion to Extend Order: April 7, 2009

ORDER ON MOTION TO EXTEND
THE VALIDITY OF BZA ORDER NO. 17521

The Underlying BZA Order

On December 5, 2006, the Board approved the Applicant's request for variances (SS 772 and 773) and a special exception to extend the zone boundary line (§ 2514.2) and a special exception from lot occupancy (§1324.4). On February 6, 2007, the Board approved the Applicant's request for a special exception for the relocated curb cut (§ 1303.2) and a special exception to permit an addition of more than 50% on a lot with more than 6,000 square feet (§ 1320.4). The Board issued an order to that effect on August 21, 2007.

Under the Order, and pursuant to § 3130.1 of the Zoning Regulations, the Order was valid for two years from the time it was issued – until August 21, 2009.

Section 3130.1 states:

No order [of the Board] authorizing the erection or alteration of a structure shall be valid for a period longer than two (2) years, or one (1) year for an Electronic Equipment

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Facility(EEF), unless within such period, the plans for the erection or alteration are filed for the purposes of securing a building permit.

(11 DCMR § 3130.1)

Motion to Extend

On March 19, 2009, the Board received a letter from the Applicant, which noted that:

"the District of Columbia and the United States are in the most significant economic downturn since the Great Depression of the 1930's. Despite the applicant's efforts, there is no financing for a residential project of this type at this time. The applicant has, over the past two years, sought financing from any number of sources and it has not been able to obtain commitments to allow the project to proceed.

Accordingly, the Applicant requested that, pursuant to § 3100.5 of the Regulations, the Board waive the provisions of § 3130.1, which limits the validity of the underlying Order to two years from the date of its issuance, and extend the validity of its prior order for an additional two years, thereby allowing the Applicant additional time to apply for a building permit.

Criteria for Evaluating Motion to Extend

Section 3100.5 of the Regulations states in full:

Except for §§ 3100 through 3105, 3121.5 and 3125.4, the Board may, for good cause shown, waive any of the provisions of this chapter if, in the judgment of the Board, the waiver will not prejudice the rights of any party and is not otherwise prohibited by law.

(11 DCMR § 3100.5)

The Board finds that the Applicant has met the criteria set forth in this provision. The Applicant's inability to secure financing and the poor economic conditions in the District constitutes the "good cause" required under § 3100.5. The Board also finds that a waiver in this case would not prejudice the rights of any party and is not otherwise prohibited by law.

In requesting this extension of the Order, the applicant's plans for development of the site would be unchanged from those approved by the Board in its Order dated August 21, 2007 (Exhibit Nos. 96 and 105 in the record). There have been no changes to the zone district classification applicable to the property or to the Comprehensive Plan affecting this site since the issuance of the Board's Order. The only change to the requirements of the Regulations from which relief was sought is that the provisions requiring residential recreation space have been deleted and relief from §773 is no longer required. Neither the ANC nor any party to the application objected to an extension of the Order. The Board concludes that the extension of that relief is appropriate under the current circumstances.

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Accordingly, the Board hereby waives the limitation in § 3130.1 of the Regulations and extends the validity of the underlying Order for a period not to exceed two years from the current expiration date, thereby establishing a new expiration date of August 21, 2011.

Pursuant to 11 DCMR § 3101.6, the Board has determined to waive the requirement of 11 DCMR § 3125.3, that the order of the Board be accompanied by findings of fact and conclusions of law. It is therefore **ORDERED** that this request for extension of time be **GRANTED** until August 21, 2011.

VOTE: 3-0-2 (Marc D. Loud, Shane L. Dettman and Michael G. Turnbull to approve; Mary Oates Walker and the third (vacant) mayoral appointee not participating, not voting)

BY ORDER OF THE D.C. BOARD OF ZONING ADJUSTMENT

Each concurring member approved the issuance of this order.

ATTESTED BY:


RICHARD S. NERO, JR.
Acting Director, Office of Zoning

FINAL DATE OF ORDER: APR 08 2009

PURSUANT TO 11 DCMR § 3125.9, NO ORDER OF THE BOARD SHALL TAKE EFFECT UNTIL TEN (10) DAYS AFTER IT BECOMES FINAL PURSUANT TO § 3125.6.

PURSUANT TO 11 DCMR § 3125 APPROVAL OF AN APPLICATION SHALL INCLUDE APPROVAL OF THE PLANS SUBMITTED WITH THE APPLICATION FOR THE CONSTRUCTION OF A BUILDING OR STRUCTURE (OR ADDITION THERETO) OR THE RENOVATION OR ALTERATION OF AN EXISTING BUILDING OR STRUCTURE, UNLESS THE BOARD ORDERS OTHERWISE. AN APPLICANT SHALL CARRY OUT THE CONSTRUCTION, RENOVATION, OR ALTERATION ONLY IN ACCORDANCE WITH THE PLANS APPROVED BY THE BOARD.

IN ACCORDANCE WITH THE D.C. HUMAN RIGHTS ACT OF 1977, AS AMENDED, D.C. OFFICIAL CODE §§ 2-1401.01 ET SEQ. (ACT), THE DISTRICT OF COLUMBIA DOES NOT DISCRIMINATE ON THE BASIS OF ACTUAL OR PERCEIVED: RACE, COLOR, RELIGION, NATIONAL ORIGIN, SEX, AGE, MARITAL STATUS, PERSONAL APPEARANCE, SEXUAL ORIENTATION, GENDER IDENTITY OR EXPRESSION, FAMILIAL STATUS, FAMILY RESPONSIBILITIES, MATRICULATION, POLITICAL AFFILIATION, GENETIC INFORMATION, DISABILITY, SOURCE OF INCOME, OR PLACE OF RESIDENCE OR BUSINESS. SEXUAL HARASSMENT IS A FORM OF SEX DISCRIMINATION WHICH IS PROHIBITED BY THE ACT. IN ADDITION, HARASSMENT BASED ON ANY OF THE ABOVE PROTECTED CATEGORIES IS

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PROHIBITED BY THE ACT. DISCRIMINATION IN VIOLATION OF THE ACT WILL NOT
BE TOLERATED. VIOLATORS WILL BE SUBJECT TO DISCIPLINARY ACTION.

GOVERNMENT OF THE DISTRICT OF COLUMBIA
Board of Zoning Adjustment



BZA APPLICATION NO. 17521-A

As Director of the Office of Zoning, I hereby certify and attest that on April 8, 2009, a copy of the order entered on that date in this matter was mailed first class, postage prepaid or delivered via inter-agency mail, to each party and public agency who appeared and participated in the public hearing concerning the matter, and who is listed below:

Norman M. Glasgow, Jr., Esq.
Steven E. Sher
Holland & Knight LLP
2099 Pennsylvania Avenue, N.W., Suite 100
Washington, D.C. 20006

Chairperson
Advisory Neighborhood Commission 6C
P.O. Box 77876
Washington, D.C. 20013

Single Member District Commissioner 6C05
Advisory Neighborhood Commission 6C
P.O. Box 77876
Washington, D.C. 20013

Chairperson
Advisory Neighborhood Commission 6A
P.O. Box 75115
Washington, D.C. 20013

Rosevelt Cain, Jr., President,
6th & H Street Neighborhood Association
616 G Street, N.E.
Washington, D.C. 20002

Anwar Salem
Chairman, HSMS Board
H Street Main Street
961 H Street, N.E.
Washington, D.C. 20002

441 4th Street, N.W., Suite 200/210-S, Washington, D.C. 20001

Telephone: (202) 727-6311

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Web Site: www.dcoz.dc.gov

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Matthew LeGrant, Zoning Administrator
Dept. of Consumer and Regulatory Affairs
Building and Land Regulation Administration
941 North Capitol Street, N.E., Suite 2000
Washington, D.C. 20002

Tommy Wells, City Councilmember
Ward Six
1350 Pennsylvania Avenue, N.W., Suite 408
Washington, D.C. 20004

Harriet Tregoning, Director
Office of Planning
801 North Capitol Street, N.E., 4th Floor
Washington, D.C. 20002

Bennett Rushkoff, Esquire
General Counsel
Department of Consumer and Regulatory Affairs
941 North Capitol Street, N.E.
Washington, D.C. 20002

ATTESTED BY:



RICHARD S. NERO, JR.

Acting Director, Office of Zoning

B

**BOARD OF ZONING ADJUSTMENT
APPLICATION NO. 17521-A**

Affidavit of Applicant in Support of Two-Year Extension of Time

I, F. Davis Camalier, being duly sworn, depose and state as follows:

1. I am President of F Davis Camalier Companies, Inc., which is the managing member of W.I.P. 101, LLC. W.I.P. 101, LLC is the managing member of H Street Investors, LLC, which is the sole member of 601-645 H Street Ventures LLC.
2. 601-645 H Street Ventures, LLC is the owner of Lot 177 in Square 859, which was granted relief pursuant to BZA Order No. 17521 and Order No. 17521-A, for a variance from the lot occupancy requirements under section 772 and a variance from the residential recreation space requirements under section 773, and pursuant to 11 DCMR §§ 3104.1 and 1325.1, a special exception from the lot occupancy requirements of § 1324.4, a special exception from § 1303.2 to permit a driveway on H Street, a special exception pursuant to § 2514.2 for a thirty-five foot extension of a less restrictive district into a more restrictive district, and a special exception under § 1320.4 to allow an addition that increases the gross floor area of an existing building by more than fifty percent on a lot that has 6,000 square feet or more of land area, in the H Street Northeast Neighborhood Commercial Overlay District in the HS/C-2-A and HS/C-2-C Districts at premises 601-645 H Street, N.E.(Square 859, Lot 177).
3. The F Davis Camalier Companies, Inc. has extensive experience in the development and redevelopment of commercial office, retail, and residential buildings throughout Washington, D.C. In my capacity as President, I have been responsible for obtaining land entitlements and coordinating financing for the building approved pursuant to Order No. 17521 and Order No. 17521-A, as well as numerous other development projects.
4. Since the project was initially approved, the country entered an economic recession. Before we received the BZA approval and before we could successfully underwrite the deal, the cost of borrowing money increased dramatically while the available sources of loans became scarce.
5. Notwithstanding the bleak economic conditions, my company, along with the aide of brokers and financial consultants, has contacted numerous potential lenders to finance this project. A copy of the marketing package that we have presented to potential development partners, lenders, and private equity groups is attached to this affidavit.
6. Over the last two years, we sought funding from over 25 institutional lenders and investors to refinance, co invest and/or provide development financing for the project. Some of the groups that we have talked to include Wells Fargo, Citigroup, PNC Bank, NXT Capital, Starwood Property Trust, Fundcore, Mr. Albert H Small, Avalon Bay, The Bozzuto Group, and Toll Brothers. We have worked with Phillips Realty Capital,

Chatham Capital Advisors, LLC, and Regional Capital Group in efforts to source capital and provide advisory services for the property to make it more attractive to potential investors and lenders.

7. Unfortunately, the lenders and capital sources that we contacted were not willing to refinance, invest or fund major land development proposals thus far. The rejections have been typical of the situations facing most developers through the last few years.
8. We continue to work with many of the groups mentioned above along with many others in an ongoing basis to monitor the financial markets closely in order to secure the necessary financing for this project. While the latest reports suggest that the regional economy has begun to stabilize, a two-year extension is necessary to provide sufficient time for the economy to further recover and for us to locate adequate financing for the project.

I solemnly affirm under the penalty of perjury that the contents of this Affidavit are true and correct to the best of my personal knowledge.

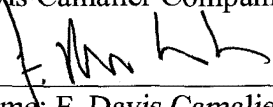
601-645 H Street Ventures LLC

By: H Street Investors, LLC Its: Sole Member

By: W.I.P. 101, LLC Its: Managing Member

By: F Davis Camalier Companies, Inc. Its: Managing Member

By:


Name: F. Davis Camalier

Title: President

Sworn and subscribed to me this 25th day of March, 2011.


Notary Public

My Commission Expires: May 31, 2013
Attachments

WASHINGTON REAL ESTATE PARTNERS, LLC

**H STREET PLAZA
601 – 645 H Street, NE Washington, DC
FINANCING OPPORTUNITY**

Washington

Florida

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Executive Summary



- **Project Description:** H Street Plaza is comprised of two five story office buildings and one single story office building. It provides parking for 116 cars on the surface lot and an additional 59 spaces in a below grade garage. The property is located at 601-645 H Street, NE, Washington, DC. The office buildings, which were constructed in 1988, contain a total of 189,866 net rentable square feet that is 100% leased. Approximately 98% of the space is leased by the District of Columbia Government. It has also received BZA approval for the construction of an additional 250,000 square feet of residential space.
- **Location:** The property is located at 601-645 H Street, NE in Washington, DC and is within the Capitol Hill office submarket. The property's location directly on H Street provides excellent visibility and convenient access to Washington's government and business employment centers including the U.S. Capitol, Library of Congress, Supreme Court, and various other Federal Agencies. It also provides excellent access to public transportation including the Metro Rail, Union Station and the new District of Columbia Trolley system.
- **Sponsorship:** Washington Real Estate Partners' culture and history are steeped in the traditions of long-term ownership and vision. The Company's founder, F. Davis Camalier, and his family have been in the real estate business for three generations – more than 100 years. Over the past 30 years Mr. Camalier has assembled an extensive and diverse portfolio of real estate and they are active in a wide variety of real estate product types in multiple roles.
- **Market Overview:** The property is located in the Capitol Hill office submarket of Washington, DC. According to Jones Lang LaSalle, there is currently 4.3 million square feet of office space in the Capitol Hill submarket with a 9.5% vacancy rate and an average asking rental rate of \$56.90 per square foot.
- **Credit Tenants:** The property is almost entirely leased to credit tenants. Various agencies within the District of Columbia lease approximately 98% of the property.

Exterior Photos



Property Overview

H Street Plaza consists of two five-story office buildings and one single story office building. There are a total of 175 parking spaces of which 116 are on the surface parking lot and the remaining 59 spaces are in the underground garage. The buildings are situated on 2.51 acres of ground and contain a combined total of 189,866 net rentable square feet. The properties, which were built in 1988, are located at 601-645 H Street, NE in Washington, DC. The property has also recently received BZA approval for the construction of an additional 250,000 square feet of residential space.

Address	601-645 H Street, NE, Washington, DC 20002
Number of Buildings	Three
Property Type	Class-B Office Buildings
Owner of Record	601-645 H Street Ventures, LLC
Assessor's Parcel	0859-0177
Land Area	2.51 acres
Estimated Gross Building Area	200,000
Net Rentable Area	189,866 square feet
Number of Stories	5
Year Built	1988
Year Renovated	1994

Income and Expense Analysis

H Street Plaza
601-645 H Street, NE
Washington, DC

	2010	2010 YTD	2010	2009	2008
<i>Proforma</i>	<i>Budget</i>	<i>Annualized</i>	<i>YTD thru August</i>	<i>Actual</i>	<i>Actual</i>

CONFIDENTIAL

Rent Roll

Rent Roll

Suite	Tenant	Sq. Ft.	% of Bldg.	Comm.	Expiration	Term	Rent/SE	Monthly Rent	Annual Rent	Estimated Operating	RE Tax Reimbursement	Comments
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CONFIDENTIAL

Aerials





PERSPECTIVE

H STREET RESIDENTIAL

DEVELOPER: **Washington Real Estate Partners**
ARCHITECT: **DAVIS • CARTER • SCOTT**





PARTIAL RETAIL

H STREET RESIDENTIAL

DEVELOPER | Washington Real Estate Partners
ARCHITECT | DAVIS • CARTER • SCOTT





ELEVATION 1

H STREET RESIDENTIAL

DEVELOPER **Washington Real Estate Partners**
ARCHITECT **DAVIS • CARTER • SCOTT**





H Street Reconstruction
Project Field Office
616 11th Street NE
Washington, DC 20002
Office: 202.544.7603
Mobile: 202.386.5330

**RECONSTRUCTION OF H STREET NE
FROM 3RD STREET TO 14TH STREET**
CONTRACT NO. DCKA-2007-B-0095

**CONSTRUCTION MANAGER'S WEEKLY STATUS REPORT
FOR THE WEEK OF JANUARY 13--19, 2011**

Against the winter afternoon sky, the H Street light pole insignia announces the unique H Street neighborhood identification.

This one rises above 501 H Street. Installation of the insignia on south-side street light poles began during this reporting period.



PROJECT SUMMARY

- Reconstruction of the H Street NE road surface from 3rd to 14th Street with composite pavements, new brick gutters and granite curbs adjacent to the sidewalks.
- Exposed aggregate sidewalks, providing a safer, more pedestrian-friendly surface.
- New street lights, better illuminating pedestrian space.
- Upgraded traffic signals, with signal intervals timed to coincide with the volume of pedestrian activity.
- Safety improvements, including bulb-outs to provide more sidewalk area at intersections with transit stops and high pedestrian volume, improved signing and pavement-marking crosswalks, wheelchair ramps, and driveway entrances.
- Upgraded storm drains, catch basins, and connecting pipes; new inlet basins; fire hydrant upgrades.
- DC WASA water main upgrades.
- Verizon rebuilding of existing manholes.
- Landscaping upgrades and beautification, including planting new trees and installing new and more sustainable tree boxes.
- Installation of streetcar tracks along H Street from 3rd Street to 14th Street, and extending from 14th to Oklahoma Avenue along Benning Road in the related Benning Road Reconstruction Project. Along H Street, tracks are being installed on the eastbound and westbound lanes adjacent to the curb.

Original contract value -- \$30,328,964.50.

Prime contractor: Capitol Paving of DC, Inc. (CPDC)

Notice to Proceed Date: September 22, 2008.

Projected completion date: Early October 2011

Construction Progress -- The graph shows the percentage of work completed, as of January 19, 2011, in eight categories.

