Important! The adopted Affidavit and Reaffirmation of Affidavit forms shall not be altered or modified in any way. Any form that is altered or modified in any way will not be accepted.

REAFFIRMATION OF AFFIDAVIT

RECEIVED
SEP 24 2010
LOUDOUN COUNTY
DEPARTMENT OF PLANNING

In reference to the Affidavit dated April 9, 2010 for the Application of
(enter date of affidavit)

Qwest Communications Company LLC
(enter name(s) of Applicant(s))

in Application Number(s): ZCPA 2005-0011
(enter Application number(s))

I, Lori R. Greenlief, do hereby state that I am an

(check one) ____ Applicant (must be listed in Paragraph B of the above-described affidavit)
_X_ Applicant's Authorized Agent (must be listed in Paragraph B of the above-described affidavit)

and that to the best of my knowledge and belief, the following information is true:

(check one)

____ I have reviewed the above-described affidavit, and the information contained therein is true and complete as of _____ (today's date); or

_X_ I have reviewed the above-described affidavit, and I am submitting a new affidavit which includes changes, deletions or supplemental information to those paragraphs of the above-described affidavit indicated below:

(Check if applicable)

___ Paragraph C-1
___ Paragraph C-2
_X_ Paragraph C-3
___ Paragraph C-4(a)
___ Paragraph C-4(b)
___ Paragraph C-4(c)

WITNESS the following signature: Lori R. Greenlief
(check one) ___ Applicant _X_ Applicant's Authorized Agent
Lori R. Greenlief, Land Use Planner
(Type or print first name, middle initial, last name and title of signee)

Subscribed and sworn to before me this 24th day of September, 2010, in the ~~State~~/Commonwealth of Virginia, County/~~City~~ of Fairfax.

Grace E. Chae
Notary Public

My Commission expires: 5/31/2012

Grace E. Chae
Commonwealth of Virginia
Notary Public
Commission No. 7172971
My Commission Expires 05/31/2012

Revised October __, 2008

I, Lori R. Greenlief, do hereby state that I am an

___ Applicant

_X_ Applicant's Authorized Agent listed in Section C.1. below

in Application Number(s): ZCPA 2005-0011

and that to the best of my knowledge and belief, the following information is true:

C. DISCLOSURES: REAL PARTIES IN INTEREST AND LAND USE PROCEEDINGS

1. *REAL PARTIES IN INTEREST*

The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS** and **LESSEES** of the land described in the application* and if any of the forgoing is a **TRUSTEE**** each **BENEFICIARY** of such trust, and all **ATTORNEYS,** and **REAL ESTATE BROKERS, and all AGENTS of any of the foregoing.**

All relationships to the persons or entities listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together (ex. Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc.) For a multiple parcel application, list the Parcel Identification Number (PIN) of the parcel(s) for each owner(s).

PIN	*NAME (First, M.I., Last)*	*ADDRESS (Street, City, State, Zip Code)*	*RELATIONSHIP (Listed in bold above)*
046-36-8231 046-37-2605	Qwest Communications Company LLC Agent: Dan G. Gleason	1801 California Street Suite 4600 Denver, CO 80202-2607	Applicant/Title Owner
	McGuireWoods LLP Agent: Jonathan P. Rak, Esquire & Lori R. Greenlief, Planner	1750 Tysons Boulevard Suite 1800 McLean, VA 22102	Attorney/Planner for Applicant
	Stantec Consulting Services Inc. Agent: Phillip DeLeon	108 Church Street Leesburg, VA 20175	Engineer/Agent for Applicant

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** In the case of a TRUSTEE, list Name of Trustee, name of Trust, if applicable, and name of each beneficiary.

Check if applicable:

___ There are additional Real Parties in Interest. *See* Attachment to Paragraph C-1.

2. *CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)*

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation: (complete name, street address, city, state, zip code)

Qwest Communications Company LLC, 1801 California Street, Suite 4600, Denver, CO 80202-2607

Description of Corporation:

_____*There are 100 or fewer shareholders and all shareholders are listed below.*

_____*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

_____*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

__X__*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of Shareholders:

SHAREHOLDER NAME (First, M.I., Last)	***SHAREHOLDER NAME (First, M.I., Last)***

Names of Officers and Directors:

NAME (First, M.I., Last)	***Title (e.g. President, Treasurer)***

Check if applicable:

_____ There is additional Corporation Information. *See* Attachment to Paragraph C-2.

2. *NAMES OF CORPORATION SHAREHOLDERS*

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 1% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation (complete name, street address, city, state, zip)

Stantec Consulting Services Inc., 108 Church Street, Leesburg, Virginia, 20175

Description of Corporation:

_X_ *There are 100 or fewer shareholders and all shareholders are listed below.*

___ *There are more than 100 shareholders, and all shareholders owning 1% or more of any class of stock issued by said corporation are listed below.*

___ *There are more than 100 shareholders but no shareholder owns 1% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

___ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of shareholders (first name, middle initial and last name)

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Stantec Holdings (Delaware) III Inc. – 100%	

Names of Officers and Directors (first name, middle initial and last name & title, e.g. President, Secretary, Treasurer, etc.)

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)

Check if applicable:

_X_ Additional shareholder information is continued on an additional copy of *page* B-2

2. *NAMES OF CORPORATION SHAREHOLDERS*

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 1% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation (complete name, street address, city, state, zip)

Stantec Holdings (Delaware) III Inc., 10160-112 Street, Edmonton, AB T5K2L6

Description of Corporation:

_X_ *There are 100 or fewer shareholders and all shareholders are listed below.*

___ *There are more than 100 shareholders, and all shareholders owning 1% or more of any class of stock issued by said corporation are listed below.*

___ *There are more than 100 shareholders but no shareholder owns 1% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

___ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of shareholders (first name, middle initial and last name)

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Stantec Technology International Inc. – 304 common shares	
3102452 Nova Scotia Company – 1,000 Series A Preferred Shares	

Names of Officers and Directors (first name, middle initial and last name & title, e.g. President, Secretary, Treasurer, etc.)

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)

Check if applicable:

_X_ Additional shareholder information is continued on an additional copy of *page* B-2

2. *NAMES OF CORPORATION SHAREHOLDERS*

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 1% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation (complete name, street address, city, state, zip)

Stantec Technology International Inc., 10160-112 Street, Edmonton, AB T5K2L6

Description of Corporation:

_X_ *There are 100 or fewer shareholders and all shareholders are listed below.*

___ *There are more than 100 shareholders, and all shareholders owning 1% or more of any class of stock issued by said corporation are listed below.*

___ *There are more than 100 shareholders but no shareholder owns 1% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

___ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of shareholders (first name, middle initial and last name)

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Stantec Inc. – 100%	

Names of Officers and Directors (first name, middle initial and last name & title, e.g. President, Secretary, Treasurer, etc.)

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)

Check if applicable:

_X_ Additional shareholder information is continued on an additional copy of *page* B-2

2. *NAMES OF CORPORATION SHAREHOLDERS*

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 1% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation (complete name, street address, city, state, zip)

3102452 Nova Scotia Company, 10160-112 Street, Edmonton, AB T5K2L6

Description of Corporation:

_X_ *There are 100 or fewer shareholders and all shareholders are listed below.*

___ *There are more than 100 shareholders, and all shareholders owning 1% or more of any class of stock issued by said corporation are listed below.*

___ *There are more than 100 shareholders but no shareholder owns 1% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

___ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of shareholders (first name, middle initial and last name)

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Stantec Holdings Ltd. – 100%	

Names of Officers and Directors (first name, middle initial and last name & title, e.g. President, Secretary, Treasurer, etc.)

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)

Check if applicable:

_X_ Additional shareholder information is continued on an additional copy of *page* B-2

2. *NAMES OF CORPORATION SHAREHOLDERS*

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 1% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation (complete name, street address, city, state, zip)

Stantec Inc., 10160-112 Street, Edmonton, AB T5K2L6

Description of Corporation:

___ *There are 100 or fewer shareholders and all shareholders are listed below.*

___ *There are more than 100 shareholders, and all shareholders owning 1% or more of any class of stock issued by said corporation are listed below.*

___ *There are more than 100 shareholders but no shareholder owns 1% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

_X_ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of shareholders (first name, middle initial and last name)

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Public	

Names of Officers and Directors (first name, middle initial and last name & title, e.g. President, Secretary, Treasurer, etc.)

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)

Check if applicable:

_X_ Additional shareholder information is continued on an additional copy of *page* B-2

2. *NAMES OF CORPORATION SHAREHOLDERS*

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 1% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation (Include sole proprietorships, limited liability companies and real estate investment trusts).

Name and Address of Corporation (complete name, street address, city, state, zip)

Stantec Holdings Ltd., 10160-112 Street, Edmonton, AB T5K2L6

Description of Corporation:

_X_ *There are 100 or fewer shareholders and all shareholders are listed below.*

___ *There are more than 100 shareholders, and all shareholders owning 1% or more of any class of stock issued by said corporation are listed below.*

___ *There are more than 100 shareholders but no shareholder owns 1% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

___ *There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

Names of shareholders (first name, middle initial and last name)

SHAREHOLDER NAME (First, M.I., Last)	SHAREHOLDER NAME (First, M.I., Last)
Stantec Inc. – 100%	

Names of Officers and Directors (first name, middle initial and last name & title, e.g. President, Secretary, Treasurer, etc.)

NAME (First, M.I., Last)	Title (e.g. President, Treasurer)

Check if applicable:

___ Additional shareholder information is continued on an additional copy of *page* B-2

3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

Partnership name and address: (complete name, street address, city, state, zip)

McGuireWoods LLP, 1750 Tysons Boulevard, Suite 1800, McLean, VA 22102

__X__(check if applicable) The above-listed partnership has no limited partners.

Names and titles of the Partners:

NAME (First, M.I., Last)	*Title (e.g. General Partner, Limited Partner, etc)*
Gordon R. Alphonso	Equity Partner
Arthur E., II Anderson	Equity Partner
Mark E. Anderson	Equity Partner
Hubert Andre-Dumont	Equity Partner
Terrence M. Bagley	Equity Partner
Brian D. Barger	Equity Partner
John W. Barnum	Equity Partner
John S. Barr	Equity Partner
Scott L. Becker	Equity Partner
Thomas L. Becket	Equity Partner
Marshall H. Beil	Equity Partner

Check if applicable:
_X__ Additional Partnership information attached. *See* Attachment to Paragraph C-3.

Equity Partners of McGuireWoods LLP

Dennis I. Belcher	Richard T. Greenberg	Robert W. McFarland
Craig D. Bell	John T. Grieb	Charles W. McIntyre
Richard A. Beresford	Jonathan P. Harmon	J. D. McLean
R. E. Bilik	Yvette (nmi) Harmon (former)	Emery B. McRill
Jonathan T. Blank	T. C. Harmon	Robert A. Muckenfuss
J. W. Boland	David L. Hartsell	Arthur B. Muir
Irving M. Brenner	Patrick L. Hayden	Sean F. Murphy
Edwin E. Brooks	Dion W. Hayes	James F. Neale
Thomas C. Brown, Jr.	George H. Heberton	Christopher S. Nesbit
Jonathan E. Buchan	Patrick T. Horne	Daniel B. Nunn, Jr. (former)
Stephen D. Busch	Patricia F. Hosmer	Clive R. O'Grady
Thomas E. Cabaniss	Benne C. Hutson	John B. O'Grady
Kimberly Q. Cacheris	Fred T. Isaf	James P. O'Hare
Scott S. Cairns	J. B. Jackson	David N. Oakey
Jeffrey R. Capwell	Richard L. Jarashow	Scott C. Oostdyk
Alan C. Cason	Barbara C. Johnston	John D. Padgett
Rebecca S. Chaffin	Sidney K. Kanazawa	David H. Pankey
John H. Cobb	Kimberly J. Kannensohn	Brian K. Parker
John V. Cogbill, III	Joanne (nmi) Katsantonis	H.W. Phears
Peter J. Covington	Mark L. Keenan	Robert S. Plotkin
Robert W. Cramer	Wade M. Kennedy	William F. Potts, Jr.
Richard J. Cromwell	Gregory R. Kilpatrick	Robert H. Pryor
Craig R. Culbertson	Donald E. King	David P. Pusateri
Richard (nmi) Cullen	Sally D. King	Jonathan P. Rak
Emmanuel de Cannart d'Hamale	Steven D. Kittrell	Robert B. Rakison
Patrick A. De Ridder	Timothy H. Kratz	Joseph K. Reid, III
Dorothea W. Dickerman	Kurt J. Krueger	David L. Richardson
Michael J. DiMattia	Bradley R. Kutrow	Gregory A. Riegle
Kathleen H. Dooley	Mark J. La Fratta	Lawrence E. Rifken (former)
Keith A. Dorman	Ava E. Lias-Booker	James B. Riley, Jr.
Scott P. Downing	Richard E. Lieberman	Brian C. Riopelle
Elizabeth F. Edwards	Nancy R. Little	Manley W. Roberts
Donald A. Ensing	William M. Long	Stephen W. Robinson
Douglas W. Ey, Jr.	Amy B. Manning	Marvin L. Rogers
Howard (nmi) Feller	William B. Marianes	Thomas P. Rohman
John C. Fennebresque	Robert G. Marks	Gregg M. Rosen
Douglas M. Foley	Gary S. Marshall	Dana L. Rust
Charles D. Fox, IV	Harrison L. Marshall, Jr.	Rodney A. Satterwhite
Bonnie M. France	Leonard J. Marsico	P. C. Scheurer
Mark E. Freedlander	Cecil E. Martin, III	Michael J. Schewel
Jeremy D. Freeman	George K. Martin	Gilbert E. Schill,, Jr.
Joy C. Fuhr	Peter W. Martinez	Gordon W. Schmidt
E. Duncan Getchell, Jr. (former)	Richard J. Mason	Jane W. Sellers
Donald J. Gibson, Jr.	Eugene E. Mathews, III	Patrick M. Shelley
Margaret M. Glassman	William C. Mayberry	L. D. Simmons, II
Scott L. Glickson	Steven C. McCallum	Robert W. Simmons
Stephen (nmi) Gold	John G. McDonald	Halcyon E. Skinner
Philip (nmi) Goldstein	James P. McElligott	Daniel K. Slone
Richard S. Grant	Robert G. McElroy (former)	Thomas E. Spahn

Check if applicable:
_X_ Additional Partnership information attached. *See* Attachment to Paragraph C-3.

Equity Partners of McGuireWoods LLP

Joel H. Spitz
Thomas J. Stallings
Bruce M. Steen
Marta A. Stein
Jacquelyn E. Stone
David I. Swan
Michael O. Tackley
Samuel L. Tarry, Jr.
James A. Thornhill
Joseph G. Tirone (former)
Xavier G. Van der Mersch
Scott P. Vaughn
Howard C. Vick, Jr.
Richard W. Viola
H. L. Wade, Jr.
John T. Walker, IV
James H. Walsh
Stephen H. Watts, II
Leslie M. Werlin
Scott E. Westwood
David B. Whelpley, Jr.
H. R. White, III
Walter H. White, Jr.
John D. Wilburn
Steven R. Williams
Ernest G. Wilson
James M. Wilson
Elizabeth G. Wren
Kevin J. Young
W. Carter Younger

Check if applicable:

____ Additional Partnership information attached. *See* Attachment to Paragraph C-3.

4. *ADDITIONAL INFORMATION*

a. One of the following options **must** be checked:

____In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

_X_Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:
____Additional information attached. *See* Attachment to Paragraph C-4(a).

b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

EXCEPT AS FOLLOWS: (If none, so state). **NONE**

Check if applicable:
____Additional information attached. *See* Attachment to Paragraph C-4(b).

c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of $100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

EXCEPT AS FOLLOWS: (If none, so state). **NONE**

Check if applicable:
____Additional information attached. *See* Attachment to Paragraph C-4(c).

D. COMPLETENESS

That the information contained in this affidavit is complete, that all partnerships, corporations (as defined in Instructions, Paragraph B.3), and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, OR LESSEE of the land have been listed and broken down, and that prior to each hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including any gifts or business or financial relationships of the type described in Section C above, that arise or occur on or after the date of this Application.

WITNESS the following signature:

L.R. Greenlief

check one: [ ] Applicant or [X] Applicant's Authorized Agent

Lori R. Greenlief, Land Use Planner

(Type or print first name, middle initial and last name and title of signee)

Subscribed and sworn before me this 24th day of September 2010, in the ~~State~~/Commonwealth of Virginia, in the County/~~City~~ of Fairfax.

Grace E. Chae

Notary Public

My Commission Expires: 5/31/2012

Notary Registration Number: 7172971

Grace E. Chae
Commonwealth of Virginia
Notary Public
Commission No. 7172971
My Commission Expires 05/31/2012