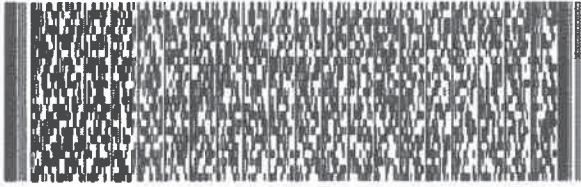


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Display Barcodes - Fairfax Circuit Court

Fairfax Circuit Court Coversheet Generator

Cover Sheet Page 1 of 1



Consideration	\$0.00	Consideration/Actual Value %	100
Actual/Assessed	Tax Exemption	NONE	Amount Not Taxed
Code Section			
DEM Number			
Original Book	25625	Original Page	0161
Title Company	NONE	Title Case	
Property Descr.	PARCEL 20G, ON PLAT ATTACHED TO DEED RECORDED IN DEED BOOK 25625 AT PAGE 161	Multiple Lots?	NO
Return To Party Name:	TOWN OF HERNDON	Address:	777 LYNN STREET HERNDON, VA 20170
No. of Certified Copies	0	No. of Non-certified Copies	0
		Page Range	

Document Type(s)

NOTICE

Grantor(s)

TOWN OF HERNDON, VIRGINIA_F_N, COMSTOCK HERNDON VENTURE, LC_F_N

Grantee(s)

COMSTOCK HERNDON VENTURE, LC_I_N, TOWN OF HERNDON, VIRGINIA_I_N

Tax Map Number

016-2--02--0020- H

This instrument was prepared by
and when recorded return to:

Lauri A.N. Sigler (VSB No. 39778)
Deputy Town Attorney
Town of Herndon
777 Lynn Street
Herndon, Virginia 20170

Tax Map No. 016-2-02-0020-H

Exempt from recordation fee under Section 17.1-279(E) of the Code of Virginia 1950, as amended.

**DECLARATION OF TERMINATION OF COMSTOCK HERNDON VENTURE, LC'S
RIGHT, TITLE AND INTEREST TO REAL PROPERTY**

**THIS DECLARATION OF TERMINATION OF COMSTOCK HERNDON
VENTURE, LC'S RIGHT, TITLE AND INTEREST TO REAL PROPERTY**
("Declaration") is executed as of this 28th day of February, 2025, by **THE TOWN OF
HERNDON, VIRGINIA** ("Herndon").

RECITALS:

R-1. Herndon and Comstock Herndon Venture, LC, a Virginia limited liability company ("Comstock") entered into a Comprehensive Agreement dated November 1, 2017 ("**Original Comprehensive Agreement**"), pursuant to which Herndon and Comstock established a public-private partnership for the redevelopment of certain real property in historic downtown Herndon, Virginia consisting of approximately 4.675 acres of land and originally known by Fairfax County Tax Map Numbers 0162-02-0017, 0162-02-0018, a portion of 0162-02-0010B, 0162-02-0010E, 0162-02-20C, 0162-02-0020D, 0162-02-0020E, 0162-02-0010F, 0162-02-0026, 0162-02-0027A and 016-02-0029, together with that certain portion of the right-of-way known as Vine Street running between such parcels, which parcels also are known by the addresses 750 Center Street, 726 Center Street, 724 Center Street, 731 Station Street, 782 Elden Street and 770 Elden Street, all as such has been consolidated, vacated and adjusted into one parcel of land known as Parcel 20G pursuant to that that certain Deed of Boundary Line Adjustment and Consolidation dated December 27, 2018 and recorded in the land records for Fairfax County, Virginia, in Deed Book 25625 at page 0161 (the "**Land**"), which Land is more particularly described in Exhibit A attached hereto and incorporated by this reference. The Land, together with the all buildings, culverts, surface parking lot and other improvements thereon ("**Existing Improvements**"), and all rights, privileges, and interests appurtenant to the Land and Existing Improvements, including all rights-of-way, easements, development rights, density, appurtenances, water and other subsurface rights, profits, sewer and other utility rights, air rights, privileges, and all other rights pertaining to the Land and the Existing Improvements are referred to collectively as the "**Property**".

R-2. The Original Comprehensive Agreement contemplated that Herndon would transfer the Property to Comstock upon satisfaction or waiver of certain conditions by Comstock and Herndon (“**Conditions to Closing**”).

R-3. Herndon and Comstock entered into an amendment to the Original Comprehensive Agreement dated December 3, 2020 (“**First Amendment**”), wherein Comstock and Herndon agreed, *inter alia*, (i) to close on the transfer of the Property to Comstock prior to the satisfaction by Comstock of certain of the Conditions to Closing (“**Conditions Subsequent**”); and (ii) to allow Comstock an opportunity to elect to not proceed with Commencement of Construction (as defined in the First Amendment) by delivering to Herndon written notice of such election (“**Notice Not to Proceed**”), subject to the right of Herndon to terminate all of Comstock’s right, title and interests in and to the Property, to re-vest title in Herndon, and to re-enter and take possession of the Property (“**Right of Reentry**”).

R-4. Pursuant to the First Amendment, on December 20, 2020, Herndon and Comstock closed on the transfer of the Property from Herndon to Comstock (“**Initial Property Transfer**”), pursuant to that certain Special Warranty Deed recorded in the Land Records in deed book 26743 at page 0559 (“**Initial Property Deed**”).

R-5. Subsequent to the Initial Property Transfer, (i) Herndon and Comstock entered into a letter agreement dated December 21, 2021 (“**Second Amendment**”) extending the date by which Comstock was obligated to satisfy the Conditions Subsequent (“**Outside Satisfaction Date**”); (2) Comstock delivered to Herndon a notice dated April 29, 2022 (“**Delay Notice**”) exercising its right to delay the Outside Satisfaction Date as set forth in the First Amendment; (3) Herndon and Comstock entered into a letter agreement dated April 25, 2024 (“**Third Amendment**”) further extending the Outside Satisfaction Date; (4) Herndon and Comstock entered into another letter agreement dated August 14, 2024 (“**Fourth Amendment**”) further extending the Outside Satisfaction Date; and (5) Herndon and Comstock entered into a certain Fifth Amendment to the Comprehensive Agreement dated September 10, 2024 (“**Fifth Amendment**”) further extending the Outside Satisfaction Date. The Original Comprehensive Agreement, the First Amendment, the Second Amendment, the Delay Notice, the Third Amendment, the Fourth Amendment, and the Fifth Amendment are collectively referred to as the “**Comprehensive Agreement**”.

R-6. Comstock delivered to Herndon a Notice Not to Proceed dated December 6, 2024.


R-7. Following receipt of Comstock’s Notice Not to Proceed, Herndon notified Comstock in a writing dated January 23, 2025, of the exercise by Herndon of its Right of Reentry.

NOW, THEREFORE, in accordance with the exercise by Herndon of its Right of Reentry and in accordance with certain rights granted to Herndon under the Comprehensive Agreement in connection therewith, effective upon recordation of this Declaration, Herndon hereby (i) terminates all of Comstock’s right, title and interests in and to the Property and terminates the estate conveyed by Herndon to Comstock by the Initial Property Deed, (ii) requires the immediate reconveyance of the Property from Comstock back to Herndon by special warranty deed, and (iii) informs Comstock and all other persons that Herndon has the immediate right to possession of the Property.

IN WITNESS WHEREOF, Herndon has caused this Declaration to be executed and delivered under seal as its act and deed, intending to be legally bound by its terms and provisions.

TOWN OF HERNDON, VIRGINIA

ATTEST:
Margaret C. Tacci
Town Clerk

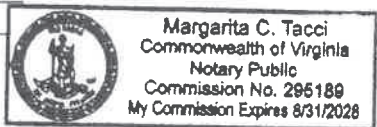
By: *Keven J. LeBlanc, Jr.*
Keven J. LeBlanc, Jr., Mayor


COMMONWEALTH OF VIRGINIA
COUNTY OF Stafford, to-wit:

I, the undersigned Notary Public, in and for the state and county aforesaid, do hereby certify that Keven J. LeBlanc, Jr., as Mayor of the Town of Herndon, Virginia, whose name is signed to the foregoing instrument, appeared before me and personally acknowledged the same in my jurisdiction on behalf of the Town of Herndon, Virginia.

GIVEN under my hand and seal on this 28th day of February, 2025.
Margaret C. Tacci
Notary Public

My commission expires: Aug 31 2028
Notary Registration No.: 295189



APPROVED AS TO FORM:

Lesa J. Yeatts
Lesa J. Yeatts, Town Attorney

Exhibit A

Parcel 20G, as further identified on plat entitled "Plat Showing Consolidation and Boundary Line Adjustment of Properties of the Town of Hemdon" by Tri-Tek Engineering dated December 19, 2018, attached to Deed of Boundary Line Adjustment and Consolidation recorded in Deed Book 25625 at Page 161, among the land records of Fairfax County, Virginia.

And Being the same property being conveyed by Deed dated December 14, 2020, recorded December 16, 2020, in Deed Book 26743 at Page 559.