

Prepared by:
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After recording return to:
Office of the City Attorney
22 Lincoln Street
Hampton, Va. 23669
(jek)

**LRSN: 1000301, 1000303,
1000440, 1000441, 1000442
and 1000443**

PROFFER AGREEMENT

THIS PROFFER AGREEMENT ("Agreement") made this 22 day of May, 2026, by and between **PRILLAMAN'S PROPERTY MANAGEMENT, LLC**, a Virginia limited liability company ("Prillaman's") (index as Grantor); and **THE CITY OF HAMPTON**, a municipal corporation of the Commonwealth of Virginia (the "Grantee" or the "City"), with an address of 22 Lincoln Street, Hampton City Hall, Hampton, Va. 23669.

RECITALS

- A. Seller is the owner of those certain parcels of property located in the City of Hampton, herein known as 618, 632, 634, 636, and 638 Aberdeen Road and 2303 60th Street, LRSNs: 1000301, 1000303, 1000440, 1000441, 1000442 and 1000443, and more fully described on "Exhibit A" (together, the "Property").
- B. Grantor has initiated a conditional amendment to the zoning map of the City of Hampton, Virginia, by petition addressed to the Grantee so as to change the zoning classification of the Property as follows:
 - 1. LRSNs 1000440, 1000441, 1000442, and 1000443 (632, 634, 636, and 638 Aberdeen Road, respectively): from R-11 District (One-Family Residential) to M-2 District (Light Manufacturing).
 - 2. LRSN 1000303 (618 Aberdeen Road): from C-2 District (Limited Commercial) to M-2 District (Light Manufacturing).
 - 3. LRSN 1000301 (2303 60th Street) is currently zoned M-2 (Light Manufacturing), and Grantor does not seek to change this zoning classification.
- C. Grantor has requested approval of this Agreement.

- D. Grantee's policy is to provide for the orderly development of land for various purposes, including commercial purposes, through zoning and other land development legislation.
- E. Grantor desires to offer the City certain conditions for the enhancement of the community and to provide for the highest quality and orderly development of the Property.
- F. The conditions outlined in this Agreement have been proffered by Grantor and allowed and accepted by Grantee as a part of the amendment of the City Zoning Ordinance and the Zoning Map. These conditions shall continue in full force and effect until a subsequent amendment changes the zoning of the Property; provided, however, that such conditions shall continue if the subsequent amendment is part of the comprehensive implementation of a new or substantially revised zoning ordinance of Grantee.

NOW, THEREFORE, for and in consideration of the approval and acceptance by the City of this Agreement, Grantor agrees that it will meet and comply with all of the following conditions in developing the Property. In the event the requested change of zoning classification is not granted by the City, these Proffers shall thereupon become null and void. Grantor, its heirs, successors, assigns, grantees and other successors in title or interest to the Property, voluntarily and without any requirement by or exaction from Grantee or its governing body and without any element of compulsion or quid pro quo for zoning, rezoning, site plan, building permit or subdivision approval, makes the foregoing declaration of conditions and restrictions governing the use and physical development and operation of the Property, and covenants and agrees that this declaration and the further terms of this Agreement shall constitute covenants running with the Property, which shall be binding upon the Property, and upon all persons and entities claiming under or through the Grantor, its heirs successors and assigns, grantees and other successors in interest or title to the Property; namely:

CONDITIONS

- A) The Property shall be developed in substantial conformance with the conceptual site plan entitled "EXHIBIT B PROPOSED REZONING PROPERTIES OF PRILLAMANS PROPERTY MANAGEMENT LLC CITY OF HAMPTON, VIRGINIA", dated May 18, 2026, and prepared by ATCS (the "Concept Plan"), a copy of which is on file with the Community Development Department and has been exhibited to the Hampton Planning Commission and Hampton City Council for illustrative purposes and to provide justification for this rezoning action. Minor changes in the Concept Plan may be made to accommodate environmental, engineering, architectural, topographic or other development conditions, or site/subdivision plan approval requirements as required by applicable law and/or regulations and subject to approval of the Director of Community Development or their designee for consistency with the terms of this proffer. A copy of the final approved Concept Plan shall be placed in the file with the Planning Division of

the Department of Community Development and shall supersede any previous Concept Plan.

- B) The parcels comprising the Property shall be combined in accordance with Chapter 35 of the Hampton City Code, subject to approval by the City of Hampton and recordation of a final property line vacation plat, such that LRSNs 1000301, 1000303, 1000440, 1000441, 1000442 and 1000443 are combined to create one contiguous parcel.
- C) The site development and any proposed structure(s), including exterior renovations, shall be constructed and developed in substantial conformance with the Copeland Industrial Park Design Guidelines, dated June 20, 2017.
- D) The fencing identified on the Concept Plan as “PROPOSED 10’ OPAQUE FENCING” and running along the perimeter of the property beginning from the southeast corner of 642 Aberdeen Road (LRSN #1000444) west toward Aberdeen Road, then south towards 60th Street, and then east to the existing building will be a minimum of 10 feet in height and will be a solid, opaque privacy-type fencing. Acceptable fencing materials shall be PVC, wood composite, or other suitable fencing materials complementary to the building architecture as may be approved by the Director of Community Development or their designee; provided, however, all fencing along Aberdeen Road shall at all times remain solid, opaque privacy-type fencing.
- E) Prior to final site plan approval of the redevelopment of the Property, a landscape plan shall be submitted for review and approval by the Director of Community Development or their designee. The landscape plan shall be consistent with the following criteria:
 - 1. The landscape plan shall comply with the Concept Plan;
 - 2. The landscape plan shall be in conformance with the City of Hampton Landscape Guidelines;
 - 3. Trees and shrubs shall be native species to the Hampton Roads region, as found within the "Native Plants for Southeast Virginia including Hampton Roads Region" guidebook, on file with the Planning and Zoning Division, except that up to 25% of the plant materials may include other species native to USDA Hardiness Zones 8a or 8b, which are suited for future climate change conditions; and
 - 4. Street trees shall be provided and maintained along Aberdeen Road and 60th Street, one (1) street tree shall be planted along the City right-of-way every thirty-five (35') to forty (40') feet, on-center. The street trees shall include a mix of plant species (not less than 3 species) to promote a hearty landscape and visual interest. Large canopy trees that provide shading for sidewalk canopy coverage at maturity shall be used as street trees.
 - 5. Grantor shall establish a landscape buffer along the westernmost margin of the Property, the northern margin of the Property abutting 642 Aberdeen

Road (LRSN #1000444), the western margin of the Property abutting the rear lines of 642 Aberdeen Road and 644 Aberdeen Road (LRSN #1000445), and the northernmost margin of the property (hereafter, the Landscape Buffer). The Landscape Buffer shall be 40 feet in width along the northern margin of the Property, and the remainder shall be 20 feet in width. Those portions of the Landscape Buffer along the northern margin of the property and along the real lot lines of 642 and 644 Aberdeen, indicated on the Concept Plan as “EXISTING WOODEN BUFFER TO REMAIN” and “20’ WOODED BUFFER TO REMAIN UNDISTURBED,” respectively, shall be comprised of existing vegetation maintained in accordance with these proffers. Prillaman’s shall install new vegetation in those portions of the Landscape Buffer indicated on the Concept Plan as “PROPOSED LANDSCAPE BUFFER.” All vegetation in the Landscape Buffer shall consist of a mixture of evergreen and deciduous canopy trees, understory trees, shrubs, and groundcover, and shall specifically consist of the following:

- i. Vegetation: All existing trees within the Landscape Buffer shall be preserved, with the exception of dead, diseased or damaged vegetation and invasive species, which shall be removed only to the extent necessary. All canopy, evergreen, and understory trees installed in the Landscape Buffer shall be dispersed throughout the required planting areas and shall be planted with a combination of single trees and groups of trees in a staggered, clustered or other pattern. Trees shall not be installed in a continuous single row except where necessary and appropriate to meet screening buffer requirements. Shrubs shall be installed in groupings and integrated with trees.
- ii. Plant Specifications: All new trees installed shall be a combination of the following tree types: canopy trees, evergreen trees, and understory trees. No more than fifty percent (50%) of the required trees shall be of any one such type, nor shall more than twenty-five percent (25%) of the required trees be of any single species (e.g., maple, pine, oak, dogwood, holly, etc.).

6. All new trees and shrubs shall meet the following size requirements:

Plant Type	Installed Size	Mature Height Capability
Canopy Tree	2” caliper	>50’
Evergreen Tree	10’ height	>40’
Understory Tree	10’ height	>20’
Buffer Shrub	30” height	>6’
Other Shrub	24” height	>3’

7. All landscaping installed in the Landscape Buffer pursuant to this proffer shall be continually maintained, which maintenance shall include, without limitation, the replacement of dead plantings.

F) Development of the Property shall include the following resiliency and sustainability elements:

1. One (1) level 2 electric vehicle charging station shall be provided;
 2. The site shall be designed to meet all current stormwater requirements using the Virginia Runoff Reduction Method design spreadsheet promulgated by the Department of Environmental Quality. Resilient stormwater options shall be considered during the design process, utilizing the tidal elevations and rainfall depth standards endorsed by the Hampton Roads Planning District Commission for Hampton, unless the site conditions do not allow the design to fully meet these standards, as determined by the City's Resilience Officer or their designee.
- G) All newly installed exterior lighting, both site and building, shall comply with the "City of Hampton Outdoor Lighting Policy and Procedures," shall consist of full cut-off fixtures that are directed downward and inward to the site, and shall utilize light-emitting diodes (LEDs) or such other lighting technology as may be approved by the Director of Community Development or their designee.
- H) In the event that the Property is used for stockpiling material that could generate dust that escapes the Property, then Grantor shall use dust control techniques (e.g., watering) as necessary to prevent dust from escaping the Property.
- I) The following uses shall be prohibited on the Property:
1. Rummage Sales;
 2. Turkish Bath;
 3. Adult Entertainment Establishment;
 4. Amusement Operations or Carnival (which prohibition shall not apply to company, customer, and/or employee parties held at the Property from time to time); and
 5. Shooting Range.
- J) Regular hours of operation shall be limited to 4:30 a.m. to 8:00 p.m., Monday through Friday; however, the business shall be permitted to respond to emergency calls 24 hours a day, 7 days a week.
- K) It is understood that all phases of the proposed project shall comply with all ordinances of the Grantee.
- L) Further lawful conditions or restrictions against the Property may be required by Grantee during the detailed Site Plan review conducted in accordance with Chapter 35.1 of the Hampton City Code, and in the administration of all other applicable codes and regulations of Grantee by all appropriate agencies and departments of Grantee. Grantor acknowledges that additional further lawful conditions or restrictions may be imposed by Grantee as a condition of approvals, including but not limited to final site plan approval, and that no provision of this Proffer Agreement or Grantor's compliance herewith constitutes waiver of such conditions or restrictions.
- M) All references hereinabove to zoning districts and to regulations applicable

thereto, refer to the City Zoning Ordinance of the City of Hampton, in force as of the date the conditional rezoning amendment is approved by the Grantee.

- N) The Grantor covenants and agrees that (1) the Zoning Administrator of the City of Hampton, Virginia, shall be vested with all necessary authority on behalf of the governing body of the City of Hampton, Virginia, to administer and enforce the foregoing conditions and restrictions specified in this Agreement, including (i) the ordering in writing of the remedying of any noncompliance with such conditions, and (ii) the bringing of legal action or suit to ensure compliance with such conditions, including mandatory or prohibitory injunction, abatement, damages or other appropriate action, suit or proceedings; (2) the failure to meet all conditions shall constitute cause to deny the issuance of any of the required building or occupancy permits as may be appropriate; and (3) the Zoning Map shall show by an appropriate symbol on the Map the existence of conditions attaching to the zoning of the subject Property on the Map and that the ordinance and conditions may be made readily available and accessible for public inspection in the office of the Zoning Administrator and in the Department of Community Development and that this Agreement shall be recorded in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia and indexed in the name of the Grantor and Grantee.

[Signatures located on the following pages]

[Signature Page to Proffer Agreement]

WITNESS the following signature:

GRANTOR:

PRILLAMAN'S PROPERTY MANAGEMENT,
LLC

By: Paul Nelson Rullo

Name: Paul Prillaman

Its: President

STATE OF Virginia
COUNTY/CITY of Hampton, to-wit:

I, Zaneta Lee, the undersigned, a Notary Public in and for the City and State aforesaid, do hereby certify that Paul N Prillaman, whose name is signed to the foregoing instrument as (title) President of Prillaman's Property Management, LLC, a Virginia limited liability company, has sworn to, subscribed, and acknowledged the same before me in the City and State aforesaid, this 22 day of May, 2026 on behalf of said Prillaman's Property Management, LLC. He/she ☒ is personally known to me or ☐ has produced _____ as identification.

Z Lee
Notary Public

My commission expires: 4-30-27
Registration No. 8062378



Exhibit A
Legal Description

PARCEL ONE: 2303 60th Street

ALL THAT certain lot, piece or parcel of land situate, lying and being in the City of Hampton, Virginia, known and designated as Parcel "A1", containing 3.0957 acres, as shown on that certain plat entitled, "PLAT OF THE PROPERTY OF PENINSULA CLUB, INC. PARCELS 'A1', 'A2', 6.19 ACRES, HAMPTON, VIRGINIA," dated December 20, 1971, made by Coenen & Associates, Engineers, and recorded in the Clerk's Office of the Circuit Court for the City of Hampton, Virginia in Deed Book 449, page 205, to which reference is here made.

Together with that certain ingress and egress easement as described in that certain deed dated August 5, 2015 and recorded August 27, 2015 in the Clerk's Office of the Circuit Court for the City of Hampton, Virginia as Instrument No. 150010797.

Together with that certain private utility easement as described in that certain deed dated September 6, 2017 and recorded September 18, 2017 in the Clerk's Office of the Circuit Court for the City of Hampton, Virginia as Instrument No. 170011734.

It Being the same property conveyed by deed dated August 13, 2015 from Langley Federal Credit Union, a federal credit union organized and existing pursuant to the Federal Credit Union Act, to Prillaman's Property Management, LLC, a Virginia limited liability company, and recorded August 27, 2015 in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia as Instrument No. 150010796.

PARCEL TWO: 618 Aberdeen Road

ALL THAT certain lot or parcel of land situate, lying and being in the City of Hampton, Virginia, shown and designated as Lot Numbered One (1), on that certain plat entitled, 'HAMPTON INDUSTRIAL PARK, SECTION ONE', dated August 12, 1958, prepared by J. L. Womack, Jr., C.E., City Engineer, a copy of which plat is of record in the Clerk's Office of the Circuit Court for the City of Hampton, Virginia in Plat Book 4, page 18, to which plat reference is here made for a more particular description of the land hereby conveyed.

LESS AND EXCEPT that portion thereof containing 162 square feet, more or less, designated "AREA = 162 SQ. FT", on plat entitled, "PLAT SHOWING PROPERTY OF ERNEST E. ENSCORE, SR., TO BE ACQUIRED BY CITY OF HAMPTON, VIRGINIA", dated December 4, 1975, attached to that certain deed dated October 10, 1978 to the City of Hampton, Virginia, of record in the aforesaid Clerk's Office in Deed Book 530, page 627.

IT BEING the same property conveyed by deed dated January 12, 2024 from Doan Nguyen, to Prillaman's Property Management LLC, a Virginia limited liability company, and recorded January 18, 2024 in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia as

Instrument No. 240000664.

PARCEL THREE: 632 & 634 Aberdeen Road

Tract 1: 632 Aberdeen Road

ALL THAT certain lot or parcel of land located in Wythe Magisterial District, City of Hampton (formerly Elizabeth City County), Virginia, known and designated as Lot numbered FOUR (4) as shown on plat entitled "PLAT OF SUBDIVISION OF PROPERTY OF C.H.S. HALLETT, IN ELIZABETH CITY CO., VA.", made by J. B. Sinclair, Jr., C.E., dated February 9, 1942, which map is attached to deed from C.H.S. Hallett and Mattie V. Hallett, husband and wife, to Edward Lee Butler and wife, recorded in the Clerk's Office of the Circuit Court of the City of Hampton (formerly Elizabeth City County), Virginia, in Deed Book 109, page 509 (erroneously referred to as page 510 in prior deed).

LESS AND EXCEPT that portion of the property conveyed to the City of Hampton, Virginia by deed dated November 14, 1977, recorded December 19, 1977 in Deed Book 509, Page 338.

LESS AND EXCEPT that portion of the property conveyed to the Commonwealth of Virginia by deed dated October 27, 1943, recorded January 26, 1944 in Deed Book 119 (erroneously referred to as Deed Book 199 in prior deed), Page 537.

Tract 2: 634 Aberdeen Road

ALL THAT certain lot, piece or parcel of land located in Wythe Magisterial District, City of Hampton (formerly Elizabeth City County), Virginia, and designated as Lot numbered THREE (3) on a certain plat entitled "PLAT OF A SUBDIVISION OF PROPERTY OF C.H.S. HALLETT, IN ELIZABETH CITY CO., VA.", made by J. B. Sinclair, Jr., C.E., and bearing a date of February 9, 1942, which map is attached to and made part of that certain deed from C.H.S. Hallett and Mattie V. Hallett, husband and wife, to Edward Lee Butler and Mildred N. Butler, husband and wife, recorded in the Clerk's Office of the Circuit Court of the City of Hampton (formerly Elizabeth City County), Virginia, in Deed Book 109, page 509, to which reference is here made; excepting therefrom, however, a small strip of land containing 0.06 of an acre fronting on Aberdeen Road, which strip was conveyed by deed dated October 25, 1943, from H. F. Moody and Sallie C. Moody to the Commonwealth of Virginia and recorded in the Clerk's Office aforesaid in Deed Book 124, Page 184.

LESS AND EXCEPT that portion of the property conveyed to the City of Hampton, Virginia by deed dated February 28, 1978, recorded March 13, 1978 in Deed Book 514, Page 151.

TRACT 1 AND 2 BEING the same property conveyed by deed dated June 22, 2021 from Paul B. Powell, LLC, a Virginia limited liability company, to Prillaman's Property Management, LLC, a Virginia limited liability company, and recorded June 24, 2021 in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia as Instrument No. 210011887.

PARCEL FOUR: 636 Aberdeen Road

ALL THAT certain lot, piece or parcel of land situate, lying and being in the City of Hampton,

known and designated as Lot Numbered Two (2), as shown on a certain plat entitled "PLAT OF SUBDIVISION OF PROPERTY OF C.H.S. HALLETT IN ELIZABETH CITY COUNTY, VIRGINIA", dated February 9, 1942, made by J.B. Sinclair, Jr., C.E., and recorded with a Deed of C.H.S. Hallett to Edward Lee Butler in Deed Book 109, page 509, and also that portion of ABERDEEN ROAD which lies in front of the said lot, being excepted, however, that portion conveyed from Brewer to Commonwealth of Virginia, which Deed was recorded on August 30, 1944, and of record in Deed Book 122, page 543, in the Clerk's Office of the Circuit Court for the City of Hampton.

LESS AND EXCEPT 894 square feet, more or less, as shown on that certain plat entitled, "Plat Showing Property Of Garrett A. & Martha J. Rusmiselle To Be Acquired By City Of Hampton, Virginia", dated December 16, 1975, easement added January 26, 1978, and prepared by Coenen & Associates, Inc., a copy of which plat is attached to that certain Deed of Garrett A. Rusmiselle, et ux, et al, to The City of Hampton, Virginia, recorded in Deed Book 521, page 455.

IT BEING the same property conveyed by deed dated July 1, 2024 from Mary S. Saylor, Trustee of The Leslie W. Saylor and Mary S. Saylor Living Trust dated October 8, 2018, and any amendments thereto, to Prillaman's Property Management, LLC, a Virginia limited liability company, and recorded July 3, 2024 in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia as Instrument No. 240007557.

PARCEL FIVE: 638 Aberdeen Road

ALL THAT certain lot, piece or parcel of land lying and being in the City of Hampton, Virginia, containing 0.3732 acres, more or less, as shown on "PLAT OF LOT 1 C.H.S. HALLET SUBDIVISION", City of Hampton, Virginia, prepared by Richard A. Barnes, L.S., dated September 23, 2024, which plat is attached to and made part of that certain deed recorded in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia, as Instrument No. 240011697.

IT BEING the same property conveyed by deed dated October 4, 2024 from Kerry C. Ferdinand, to Prillaman Property Management LLC, a Virginia limited liability company, and recorded October 8, 2024 in the Clerk's Office of the Circuit Court of the City of Hampton, Virginia as Instrument No. 240011697.