

DECLARATION OF COVENANTS

This Declaration of Covenants, made this ____ day of _____, 20____, by Pike Center Fee 1807, LLC, record owner (“Owner”) of the property located at 12101 Rockville Pike, Rockville, Maryland, and described as Parcel B, Washington-Rockville Industrial Park, as shown at Plat No. 6708 (“Property”).

WITNESSETH

WHEREAS, on September 27, 2024, the Owner (“Applicant”), filed Zoning Application H-155, requesting the reclassification of the Property from CR-2.0, C-0.75, R-1.5, H-200 to CRF-2.5, C-0.75, R-2.25, H-200, in accordance with Section 59-7.2.1. of the 2014 Montgomery County Zoning Ordinance (“Zoning Ordinance”); and

WHEREAS, the Applicant submitted a Floating Zone Plan (“FZP”) (Ex. 48) and proposed covenants (Ex. 47) as part of the rezoning application pursuant to Section 59-7.2.1.B.2.e.iv. of the Zoning Ordinance, for the purpose of limiting development of the Property to 760 multi-family dwelling units and 90,000 square feet of non-residential uses, as depicted in the FZP; and

WHEREAS, Section 59-7.2.1. of the Zoning Ordinance requires that Zoning Application H-155 and the FZP (Ex. 48) be submitted to the Montgomery County Council, sitting as the District Council (“Council”), for approval; and

WHEREAS, upon approval of the rezoning and the FZP by the Council, Section 59-7.2.1.F.3. of the Zoning Ordinance requires the submission and filing in the Land Records of Montgomery County, Maryland, of an executed covenant reflecting in specific language any restricted development standards, development program, or limitation on uses contained in the approved FZP;

NOW, THEREFORE, in consideration of the foregoing and in compliance with the Zoning Ordinance, the Owner on behalf of themselves, and their heirs, personal representatives, successors or assigns, hereby declare, covenant, and agree, that so long as the Property remains in the CRF-2.5, C-0.75, R-2.25, H-200 Zone, the Property (and all its parts or subparts) shall be transferred, sold conveyed and occupied subject to the conditions, covenants and restrictions set forth herein:

1. So long as the Property is zoned CRF-2.5, C-0.75, R-2.25, H-200, no development, construction or use will be started, erected, or maintained on the Property that does not conform to the binding elements of the FZP (Ex. 48), amended as may be authorized by law, ordinance, or regulation. Further, the FZP contains the following binding restrictions and limitations by which the

Exhibit 47
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Owner shall be bound. All other elements will be governed by the provisions of the Montgomery County Code:

- (1) Permitted uses on the Property include up to 806,880 square feet of residential uses (up to 760 units including a minimum of 15% MPDUs) and up to 90,000 square feet of commercial uses.
- (2) Provide a minimum of 10% of the Site Area as usable public open space.
 - (a) The Applicant must provide a minimum half-acre neighborhood green identified for the site by the Sector Plan, with this space to be provided as public open space. Specific location and design features will be specified at the time of future Site Plan applications(s).
- (3) The maximum building height on the property will be 200 feet, with the maximum building height of Building A not to exceed 90 feet and Building B not to exceed 200 feet.
- (4) Loading access for residential and commercial uses must be entered internal to the blocks and out of view from public spaces.
 - (a) Phase I (Building A) entrance access must occur from the Rollins Avenue Extension (Private Street A).
 - (b) Phase II (Building B) entrance access must occur from the Rollins Avenue Extension (Private Street A).
 - (c) No back-up maneuvers will be permitted from the adjacent public rights-of-way.

2. These Covenants will be recorded among the Land Records of Montgomery County, Maryland, immediately following the grant of the CRF-2.5, C-0.75, R-2.25, H-200 Zone for the Property. Further, these Covenants shall run with the land; shall be binding on all parties having any right, title or interest in the Property or any part thereof, their heirs, successors and assigns; shall inure to the benefit of each owner thereof and to Montgomery County, Maryland, so long as the Property is zoned CRF-2.5, C-0.75, R-2.25, H-200; and shall remain in effect until such time as the Property is rezoned or the restrictions on development are removed or are amended by action of the Council or other governmental body having jurisdiction, or are declared invalid by any court of competent

jurisdiction, at which time the covenants and restrictions shall terminate and have no further force and effect. These Covenants shall not take effect until the Property is rezoned to the CRF-2.5, C-0.75, R-2.25, H-200 Zone, and the Council approves the FZP (Ex. No. 48).

3. The binding elements contained in this Declaration of Covenants and in the FZP shall be enforceable by the Council pursuant to Section 59-7.2.1.J. of the Zoning Ordinance.

4. This Declaration of Covenants may be amended by the Owner or their successors or assigns to conform to any modification made by the Council in the binding elements contained in the FZP, or any amendment thereof.

IN WITNESS WHEREOF, the Owner has set their hands and seals on the day and year written below.

WITNESS:

OWNER:

PIKE CENTER FEE 1807, LLC,
a Delaware limited liability company

By: KRCX WRI Holdings, LLC, a Delaware limited
liability company, its manager

By: _____
Name: _____
Title: _____

STATE OF MARYLAND,
COUNTY OF MONTGOMERY, to wit:

I hereby certify that on the _____ day of _____, 20____, before the subscriber, a Notary Public in and for the aforesaid County and State, personally appeared _____, _____ of KRCX WRI Holdings, LLC, the manager of PIKE CENTER FEE 1807, LLC (Owner), personally well known to me (or satisfactorily proved) to be the person whose name is subscribed to the within instrument and did acknowledge the foregoing Declaration to be the free act of the Owner.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal.

NOTARY PUBLIC

My Commission Expires: _____

ATTORNEY'S CERTIFICATION

I HEREBY CERTIFY that I am an attorney duly admitted to practice before the Court of Appeals of Maryland and that the foregoing instrument was prepared by me or under my supervision.

Heather Dlhopsky