

UNITED STATES BANKRUPTCY COURT Northern District of Texas		PROOF OF CLAIM
Name of Debtor: Ashburn Campus, LLC		Case Number: 2009-37018
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): Anning-Johnson Company		☐ Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____
Name and address where notices should be sent: c/o W. McCauley Arnold, Esq. McCandlish & Lillard, P.C. 11350 Random Hills Rd., Suite 500, Fairfax, VA 22030 Telephone number: (703) 934-1128		
Name and address where payment should be sent (if different from above): Robin Bemiller 9408-A Gunston Cove Rd., Lorton, VA 22079 Telephone number: (703) 372-5340		
1. Amount of Claim as of Date Case Filed: \$ <u>146,208.00</u> If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. ☐ Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim. ☐ Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). ☐ Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier – 11 U.S.C. § 507 (a)(4). ☐ Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5). ☐ Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. § 507 (a)(7). ☐ Taxes or penalties owed to governmental units – 11 U.S.C. § 507 (a)(8). ☐ Other – Specify applicable paragraph of 11 U.S.C. § 507 (a)(____). Amount entitled to priority: \$ _____ *Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
2. Basis for Claim: <u>Labor & Materials</u> (See instruction #2 on reverse side.)		
3. Last four digits of any number by which creditor identifies debtor: <u>0502</u> 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: ☐ Real Estate ☐ Motor Vehicle ☒ Other Describe: <u>Mechanic's Lien, Same as Claim No. 39 for 2009-37016</u> Value of Property: \$ _____ Annual Interest Rate ____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ <u>146,208.00</u> Basis for perfection: <u>Mechanic's Lien</u> Amount of Secured Claim: \$ <u>146,208.00</u> Amount Unsecured: \$ _____		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:		FOR COURT USE ONLY Erickson Ret. Comm. LLC  01681
Date: <u>2/25/10</u> Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. <u>Wm^c Cauley Arnold, Attorney for Anning-Johnson Company</u>		
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.		

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.

Items to be completed in Proof of Claim form**Court, Name of Debtor, and Case Number:**

Fill in the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the bankruptcy debtor's name, and the bankruptcy case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is located at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the Bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if the trustee or another party in interest files an objection to your claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

4. Secured Claim:

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. §507(a).

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

7. Documents:

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). If the claim is based on the delivery of health care goods or services, see instruction 2. Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS**Debtor**

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is a person, corporation, or other entity owed a debt by the debtor that arose on or before the date of the bankruptcy filing. See 11 U.S.C. §101 (10)

Claim

A claim is the creditor's right to receive payment on a debt owed by the debtor that arose on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed.

Secured Claim Under 11 U.S.C. §506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car.

A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. §507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

INFORMATION**Acknowledgment of Filing of Claim**

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or you may access the court's PACER system (www.pacer.psc.uscourts.gov) for a small fee to view your filed proof of claim.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

STATEMENT

JOB #	C.O. #	Contract/C.O. AMOUNT	BILLED AMOUNT	PAID AMOUNT	TOTAL BALANCE DUE	RETENTION	CURRENT AMOUNT DUE	DATE BILLED	DATE LAST PAID
ILB 1.4 5D-3837		540,000	42,131	37,918	4,213.00	4,213	-	Sep-08	
			70,748	63,673.00	7,075.00	7,075	-	Oct-08	
			56,681	51,013.00	5,668.00	5,668.00	-	Nov-08	
			18,980	17,982.00	1,998.00	1,998.00	-	Dec-08	
			136,644	122,980.00	13,664.00	13,664.00	-	Jan-09	
			114,919	103,424.00	11,495.00	11,492.00	3.00	Feb-09	
			89,529	79,580.70	9,948.30	8,953.00	995.30	Mar-09	
			9,368		9,368.00	937.00	8,431.00	Apr-09	
1		51,681	51,681	36,429.30	15,251.70	5,168.00	10,083.70	May-09	
2		32,453	32,453		32,453.00	3,245.00	29,208.00	Apr-09	
3		15,149	15,149		15,149	1,515	13,634	Jun-09	
4		19,925	19,925		19,925	1,993	17,932	Jun-09	

0.1

TOTAL	659,208	659,208	513,000.00	146,208.00	65,921.00	80,287.00
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ALL-STATE LEGAL®

EXHIBIT

A

Subcontractor: ANNING-JOHNSON COMPANY
Cost Code: 557RB14-48400-092500

EXHIBIT "D"
APPLICATION AND CERTIFICATE FOR PAYMENT

TO: **ERICKSON CONSTRUCTION L.L.C.**
703 Maiden Choice Lane
Baltimore, MD 21228

DATE: 06/08/09

PROJECT: 557RB14
Job: Wood framed residential building

FROM: **ANNING-JOHNSON COMPANY**
9408-A Gunston Cove Road
Lorton, Virginia 22079

APPLICANT NO. final
PERIOD TO: final

1. Original Contract Amount	\$	<u>540,000.00</u>
2. Change Orders Issued to Date (Thru C.O. # <u>4</u>)	\$	<u>119,208.00</u>
3. Contract Sum to Date (Line 1 + 2)	\$	<u>659,208.00</u>
4. Total Completed & Stored to Date	\$	<u>659,208.00</u>
5. Less Retainage (<u>0%</u>)	\$	<u>-</u>
6. Total Earned to Date Less Retainage (Line 4 - 5)	\$	<u>659,208.00</u>
7. Less Previous Requisitions	\$	<u>(593,287.20)</u>
8. Payment Due This Period	\$	<u>65,920.80</u>

SUBCONTRACTOR AFFIDAVIT & RELEASE OF LIEN:

The undersigned Subcontractor certified; (i) that the work for which this payment request is being submitted has been completed in accordance with the Contract Documents; (ii) that it has paid its employees, sub-subcontractors, and material suppliers for all work and material for which Erickson Construction has paid previous requests for payment; (iii) that the amount of this invoice is due.

CONTRACTOR: By: _____
(Officer, General Partner, or Owner)
B.E. Morton - Sr. Vice President

Date: June 8, 2009

Note: Payment will be made for only those costs which are included as part of the Original Contract amount or for which a Change Order has been issued by Erickson Construction L.L.C. Please provide a list of any outstanding claims for additional costs or pending extras.

NOTES:

TO BE COMPLETED BY PROJECT MANAGER

RETAINAGE RELEASE	\$	_____
PROGRESS BILLING	\$	_____
RETAINAGE HELD	\$	_____
TOTAL AMOUNT DUE	\$	_____
PROJECT NUMBER	<u>557RB14</u>	_____
COST CODE #	<u>48400-092500</u>	_____
APPROVED BY	_____	_____
APPROVED DATE	_____	_____

FINAL PAYMENT		
PUNCH LIST COMPLETED	☐ YES	☐ NO
WARRANTY COMPLETED	☐ YES	☐ NO
ATTIC STOCK DELIVERED	☐ YES	☐ NO
O&M (CLOSEOUT BOOK-DEL)	☐ YES	☐ NO

FOR ACCOUNTING USE ONLY	
DATE RECEIVED	_____

APPLICATION AND CERTIFICATE FOR PAYMENT

(OWNER): ERICKSON CONSTRUCTION
991 Corporate Boulevard
Linthicum, MD 21090

PROJECT: ASHBY PONDS ILB1.4
21125 Cardinal Pond Terrace
Ashburn, VA 20147

OM (CONTRACTOR): ANNING-JOHNSON COMPANY
9408-A Gunston Cove Road
Lorton, Virginia 22079

CONTACT: Greg Bergstedt
PHONE NUMBER: (703) 372-5340

INTRACT FOR: Drywall

CONTRACT NO: 9

CONTRACT DATE: 04/28/08

APPLICATION # final
PERIOD TO: final
Distribution To:
OWNER
ARCHITECT
CONTRACTOR

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for Payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

CHANGE ORDER SUMMARY		
Change Orders approved in previous months by Owner	ADDITIONS	DEDUCTIONS
TOTAL	119,208.00	
Number Date Approved		
TOTALS	119,208.00	0.00
Net change by Change Orders		119,208.00

I, undersigned Contractor, certify that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR: ANNING-JOHNSON COMPANY

I.E. Morton - Sr. Vice President Date: 06/08/09

State of: Virginia County of: Fairfax
Subscribed and sworn to before me this 8th day of June, 2009

Notary Public:

My Commission Expires: 11/30/09
Notary Registration Number: 305103

1. ORIGINAL CONTRACT SUM \$ 540,000.00
2. New Change by Change Orders \$ 119,208.00
3. CONTRACT SUM TO DATE (Line 1 +/- 2) \$ 659,208.00
4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) \$ 659,208.00
5. RETAINAGE:
 - A. 10% of Completed Work \$ 0.00 (Column D + E on G703)
 - B. 10% of Stored Material \$ 0.00 (Column F on G703)
6. TOTAL RETAINAGE (Line 5a + 5b or Total Column I of G703) \$ 0.00
7. TOTAL EARNED LESS RETAINAGE (Line 4 - Line 5) \$ 659,208.00
8. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) \$ 593,287.00
9. CURRENT PAYMENT DUE \$ 65,921.00
10. BALANCE TO FINISH, PLUS RETAINAGE (Line 3 - Line 6) \$ 0.00

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the above application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance

AMOUNT CERTIFIED

(Attach explanation if amount certified differs from the amount applied for.) \$

Architect:

By: Date:

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

TINUATION SHEET

AIA DOCUMENT G703

Page of 5 Pages

ment G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 ir's signed Certification is attached.
 ions below, amounts are stated to the nearest dollar.
 mn l on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: final
 APPLICATION DATE: 06/08/09
 PERIOD TO: final
 CONTRACT NO.: 9

B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		E THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D O R E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE
		FROM PREVIOUS APPLICATION (D+E)								
Mobilization	Material	10,000		-	-		10,000	100%	-	-
	Labor	10,000		-	-		10,000	100%	-	-
floor Prerock	Material	9,899		-	-		9,899	100%	-	-
	Labor	12,232		-	-		12,232	100%	-	-
Framing	Material	7,103		-	-		7,103	100%	-	-
	Labor	11,250		-	-		11,250	100%	-	-
Hanging	Material	24,721		-	-		24,721	100%	-	-
	Labor	23,541		-	-		23,541	100%	-	-
Finishing	Material	5,343		-	-		5,343	100%	-	-
	Labor	24,885		-	-		24,885	100%	-	-
ACT	Material	3,888		-	-		3,888	100%	-	-
	Labor	2,853		-	-		2,853	100%	-	-
SUB-TOTAL		145,715	145,715				145,715	100%		

TERMINATION SHEET

AIA DOCUMENT G703

Form G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 owner's signed Certification is attached.
 Amounts below are stated to the nearest dollar.
 Amounts on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: final
 APPLICATION DATE: 06/08/09
 PERIOD TO: final
 CONTRACT NO.: 9

A	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D		E		F MATERIALS PRESENTLY STORED (NOT IN D O R E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH TO FINISH (C - G)	K RETAINAGE	
			WORK COMPLETED		THIS PERIOD								
			FROM PREVIOUS APPLICATION (D+E)										
1st floor	Prerock	9,621 12,677	9,621 12,677	- -	- -	- -		9,621 12,677	100% 100%	- -	- -	- -	
	Framing	7,690 11,919	7,690 11,919	- -	- -	- -		7,690 11,919	100% 100%	- -	- -	- -	
	Hanging	25,525 24,154	25,525 24,154	- -	- -	- -		25,525 24,154	100% 100%	- -	- -	- -	
	Finishing	5,504 25,779	5,504 25,779	- -	- -	- -		5,504 25,779	100% 100%	- -	- -	- -	
	ACT	4,094 2,995	4,094 2,995	- -	- -	- -		4,094 2,995	100% 100%	- -	- -	- -	
	Prerock	9,191 12,575	9,191 12,575	- -	- -	- -		9,191 12,575	100% 100%	- -	- -	- -	
	Framing	7,648 11,772	7,648 11,772	- -	- -	- -		7,648 11,772	100% 100%	- -	- -	- -	
	Hanging	25,535 24,140	25,535 24,140	- -	- -	- -		25,535 24,140	100% 100%	- -	- -	- -	
	Finishing	5,505 25,758	5,505 25,758	- -	- -	- -		5,505 25,758	100% 100%	- -	- -	- -	
	ACT	4,011 2,930	4,011 2,930	- -	- -	- -		4,011 2,930	100% 100%	- -	- -	- -	
	SUB-TOTAL		259,023	259,023					259,023	100%			

Form G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 or's signed Certification is attached.
 tions below, amounts are stated to the nearest dollar.
 item 1 on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: final
 APPLICATION DATE: 06/08/09
 PERIOD TO: final
 CONTRACT NO.: 9

A	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D		E WORK COMPLETED THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE
			FROM PREVIOUS APPLICATION (D+E)	WORK COMPLETED THIS PERIOD							
	Floor Prerock	10,107	10,107	-	-	-	-	10,107	100%	-	-
		16,577	16,577	-	-	-	-	16,577	100%	-	-
	Framing	7,603	7,603	-	-	-	-	7,603	100%	-	-
		11,676	11,676	-	-	-	-	11,676	100%	-	-
	Hanging	25,774	25,774	-	-	-	-	25,774	100%	-	-
		24,995	24,995	-	-	-	-	24,995	100%	-	-
	Finishing	5,525	5,525	-	-	-	-	5,525	100%	-	-
		26,057	26,057	-	-	-	-	26,057	100%	-	-
	ACT	4,016	4,016	-	-	-	-	4,016	100%	-	-
		2,932	2,932	-	-	-	-	2,932	100%	-	-
	SUB-TOTAL	135,262	135,262					135,262	100%		
	TOTAL	540,000	540,000					540,000	100%		

TINUATION SHEET

AIA DOCUMENT G703

Page of 5 Pages

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 ir's signed Certification is attached.
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 mn l on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: final
 APPLICATION DATE: 06/08/09
 PERIOD TO: final
 CONTRACT NO.: 9

A	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D	E		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH TO FINISH (C - G)	K RETAINAGE
			FROM PREVIOUS APPLICATION (D+E)	WORK COMPLETED							
				THIS PERIOD							
	CONTRACT AMENDMENTS										
	C.O. #1	51,681	51,681	-	-	-		51,681	100%	-	-
	C.O. #2	32,453	32,453	-	-	-		32,453	100%	-	-
	C.O. #3	15,149	-	15,149	-	-		15,149	100%	-	-
	C.O. #4	19,925	-	19,925	-	-		19,925	100%	-	-
	CONTRACT AMENDMENTS TOTAL	119,208	84,134	35,074				119,208	100%		
	REVISED TOTAL CONTRACT	659,208	624,134	35,074				659,208	100%		

Subcontractor: ANNING-JOHNSON COMPANY
Cost Code: 557RB14-48400-092500

EXHIBIT "D"
APPLICATION AND CERTIFICATE FOR PAYMENT

TO: **ERICKSON CONSTRUCTION L.L.C.**
703 Maiden Choice Lane
Baltimore, MD 21228

DATE: 06/08/09

PROJECT: 557RB14
Job: Wood framed residential building

FROM: **ANNING-JOHNSON COMPANY**
9408-A Gunston Cove Road
Lorton, Virginia 22079

APPLICANT NO. 10
PERIOD TO: 06/30/09

1. Original Contract Amount	\$ <u>540,000.00</u>
2. Change Orders Issued to Date (Thru C.O. # <u>4</u>)	\$ <u>119,208.00</u>
3. Contract Sum to Date (Line 1 + 2)	\$ <u>659,208.00</u>
4. Total Completed & Stored to Date	\$ <u>659,208.00</u>
5. Less Retainage (<u>10%</u>)	\$ <u>(65,920.80)</u>
6. Total Earned to Date Less Retainage (Line 4 - 5)	\$ <u>593,287.20</u>
7. Less Previous Requisitions	\$ <u>(561,720.60)</u>
8. Payment Due This Period	\$ <u>31,566.60</u>

SUBCONTRACTOR AFFIDAVIT & RELEASE OF LIEN:

The undersigned Subcontractor certified; (i) that the work for which this payment request is being submitted has been completed in accordance with the Contract Documents; (ii) that it has paid its employees, sub-subcontractors, and material suppliers for all work and material for which Erickson Construction has paid previous requests for payment; (iii) that the amount of this invoice is due.

CONTRACTOR: By: _____
(Officer, General Partner, or Owner)
B.E. Morton - Sr. Vice President

Date: June 8, 2009

Note: Payment will be made for only those costs which are included as part of the Original Contract amount or for which a Change Order has been issued by Erickson Construction L.L.C. Please provide a list of any outstanding claims for additional costs or pending extras.

NOTES:

TO BE COMPLETED BY PROJECT MANAGER

RETAINAGE RELEASE	\$ _____
PROGRESS BILLING	\$ _____
RETAINAGE HELD	\$ _____
TOTAL AMOUNT DUE	\$ _____
PROJECT NUMBER	<u>557RB14</u>
COST CODE #	<u>48400-092500</u>
APPROVED BY	_____
APPROVED DATE	_____

FINAL PAYMENT	
PUNCH LIST COMPLETED	☐ YES ☐ NO
WARRANTY COMPLETED	☐ YES ☐ NO
ATTIC STOCK DELIVERED	☐ YES ☐ NO
O&M (CLOSEOUT BOOK-DEL)	☐ YES ☐ NO

FOR ACCOUNTING USE ONLY	
DATE RECEIVED	_____

APPLICATION AND CERTIFICATE FOR PAYMENT

AIA DOCUMENT G702 Page 1 of 5 Pages

OWNER: ERICKSON CONSTRUCTION
991 Corporate Boulevard
Linthicum, MD 21090

PROJECT: ASHBY PONDS ILB1.4
21125 Cardinal Pond Terrace
Ashburn, VA 20147

OWNER (CONTRACTOR): ANNING-JOHNSON COMPANY
9408-A Gunston Cove Road
Lorton, Virginia 22079

CONTACT: Greg Bergstedt
PHONE NUMBER: (703) 372-5340

CONTRACT FOR: Drywall

CONTRACT NO: 9

CONTRACT DATE: 04/28/08

APPLICATION # 10
PERIOD TO: 6/30/2009
DISTRIBUTION TO:
OWNER
ARCHITECT
CONTRACTOR

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for Payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

CHANGE ORDER SUMMARY			
Change Orders approved in previous months by Owner		ADDITIONS	DEDUCTIONS
Number	Date Approved	TOTAL	
303	05/18/09	15,149.00	
304	06/08/09	19,925.00	
TOTALS		119,208.00	0.00
Net change by Change Orders			119,208.00

I, undersigned Contractor, certify that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

CONTRACTOR: ANNING-JOHNSON COMPANY

J.E. Morton - Sr. Vice President Date: 06/08/09

State of: Virginia County of: Fairfax
Subscribed and sworn to before me this 8th day of June, 2009

Notary Public:

My Commission Expires: 11/30/09
Notary Registration Number: 305103

1. ORIGINAL CONTRACT SUM
2. New Change by Change Orders
3. CONTRACT SUM TO DATE
4. TOTAL COMPLETED & STORED TO DATE
5. RETAINAGE:
 - A. 10% of Completed Work (Column D + E on G703) \$ 65,921.00
 - B. 10% of Stored Material (Column F on G703) \$ 0.00

Total Retainage (Line 5a + 5b or Total Column I of G703)
6. TOTAL EARNED LESS RETAINAGE (Line 4 - Line 5) \$ 65,921.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)
8. CURRENT PAYMENT DUE \$ 593,287.00
9. BALANCE TO FINISH, PLUS RETAINAGE (Line 3 - Line 6) \$ 581,721.00

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the above application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance

AMOUNT CERTIFIED

(Attach explanation if amount certified differs from the amount applied for.)

Architect:

By:

Date:

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

TINUATION SHEET

AIA DOCUMENT G703

Page of 5 Pages

ment G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
r's signed Certification is attached.
ons below, amounts are stated to the nearest dollar.
on l on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 10
APPLICATION DATE: 06/08/09
PERIOD TO: 06/30/09
CONTRACT NO.: 9

B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		E THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE 10%
		FROM PREVIOUS APPLICATION (D+E)								
Mobilization	Material Labor	10,000 10,000		- -	- -		10,000 10,000	100% 100%	- -	1,000 1,000
floor Prerock	Material Labor	9,899 12,232		- -	- -		9,899 12,232	100% 100%	- -	990 1,223
Framing	Material Labor	7,103 11,250		- -	- -		7,103 11,250	100% 100%	- -	710 1,125
Hanging	Material Labor	24,721 23,541		- -	- -		24,721 23,541	100% 100%	- -	2,472 2,354
Finishing	Material Labor	5,343 24,885		- -	- -		5,343 24,885	100% 100%	- -	534 2,489
ACT	Material Labor	3,888 2,853		- -	- -		3,888 2,853	100% 100%	- -	389 285
SUB-TOTAL		145,715	145,715				145,715	100%		14,572

INNOVATION SHEET

AIA DOCUMENT G703

Page of 5 Pages

Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing the contractor's signed Certification is attached.
 Amounts below, amounts are stated to the nearest dollar.
 Amounts on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 10
 APPLICATION DATE: 06/08/09
 PERIOD TO: 06/30/09
 CONTRACT NO.: 9

A	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		E THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D O R E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G/C)	J BALANCE TO FINISH (C - G)	K RETAINAGE 10%
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD							
Floor	Prerock	Material Labor	9,621 12,677	- -	- -	- -	- -	9,621 12,677	100% 100%	- -	962 1,268
	Framing	Material Labor	7,690 11,919	- -	- -	- -	- -	7,690 11,919	100% 100%	- -	769 1,192
	Hanging	Material Labor	25,525 24,154	- -	- -	- -	- -	25,525 24,154	100% 100%	- -	2,553 2,415
	Finishing	Material Labor	5,504 25,779	- -	- -	- -	- -	5,504 25,779	100% 100%	- -	550 2,578
ACT		Material Labor	4,094 2,995	- -	- -	- -	- -	4,094 2,995	100% 100%	- -	409 300
	Floor	Prerock	Material Labor	9,191 12,575	- -	- -	- -	9,191 12,575	100% 100%	- -	919 1,258
	Framing	Material Labor	7,648 11,772	- -	- -	- -	- -	7,648 11,772	100% 100%	- -	765 1,177
	Hanging	Material Labor	25,535 24,140	- -	- -	- -	- -	25,535 24,140	100% 100%	- -	2,554 2,414
Finishing		Material Labor	5,505 25,758	- -	- -	- -	- -	5,505 25,758	100% 100%	- -	551 2,576
	ACT	Material Labor	4,011 2,930	- -	- -	- -	- -	4,011 2,930	100% 100%	- -	401 293
SUB-TOTAL			259,023					259,023	100%		25,902

TINUATION SHEET

AIA DOCUMENT G703

Page of 5 Pages

Form G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 Contractor's signed Certification is attached.
 Amounts below, amounts are stated to the nearest dollar.
 Amounts on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 10
 APPLICATION DATE: 06/08/09
 PERIOD TO: 06/30/09
 CONTRACT NO.: 9

A	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		E THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE 10%
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD							
	Floor Prework	10,107	10,107	-	-	-	-	10,107	100%	-	1,011
		16,577	16,577	-	-	-	-	16,577	100%	-	1,658
	Framing	7,603	7,603	-	-	-	-	7,603	100%	-	760
		11,676	11,676	-	-	-	-	11,676	100%	-	1,168
	Hanging	25,774	25,774	-	-	-	-	25,774	100%	-	2,577
		24,995	24,995	-	-	-	-	24,995	100%	-	2,500
	Finishing	5,525	5,525	-	-	-	-	5,525	100%	-	553
		26,057	26,057	-	-	-	-	26,057	100%	-	2,606
	ACT	4,016	4,016	-	-	-	-	4,016	100%	-	402
		2,932	2,932	-	-	-	-	2,932	100%	-	293
	SUB-TOTAL	135,262	135,262					135,262	100%		13,526
	TOTAL	540,000	540,000					540,000	100%		54,000

INUATION SHEET

AIA DOCUMENT G703

Page of 5 Pages

ment G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
r's signed Certification is attached.
ions below, amounts are stated to the nearest dollar.
mn l on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 10
APPLICATION DATE: 06/08/09
PERIOD TO: 06/30/09
CONTRACT NO.: 9

B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		E THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D O R E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE 10%
		FROM PREVIOUS APPLICATION (D+E)								
CONTRACT AMENDMENTS C.O. #1 C.O. #2 C.O. #3 C.O. #4	51,681	51,681	-	-	-	-	51,681	100%	-	5,168
	32,453	32,453	-	-	-	-	32,453	100%	-	3,245
	15,149	-	15,149	15,149	-	-	15,149	100%	-	1,515
	19,925	-	19,925	19,925	-	-	19,925	100%	-	1,993
CONTRACT AMENDMENTS TOTAL	119,208	84,134		35,074			119,208	100%		11,921
REVISED TOTAL CONTRACT	659,208	624,134		35,074			659,208	100%		65,921

Cost Code: 557RB11-48400-092501

APPLICATION AND CERTIFICATE FOR PAYMENT

**703 Maiden Choice Lane
Baltimore, MD 21228**

DATE: 01/23/09

PROJECT: 557RB11

Job: Wood framed residential building

9408-A Gunston Cove Road
Lorton, Virginia 22079

APPLICANT NO. 10
PERIOD TO: 01/31/09

APPLICANT NO. 10

PERIOD TO: 01/31/09

1. Original Contract Amount	\$	640,000.00
2. Change Orders Issued to Date (Thru C.O. # <u>6</u>)	\$	165,867.60
3. Contract Sum to Date (Line 1 + 2)	\$	805,867.60
4. Total Completed & Stored to Date	\$	805,867.60
5. Less Retainage (<u>5%</u>)	\$	(40,293.38)
6. Total Earned to Date Less Retainage (Line 4 - 5)	\$	765,574.22
7. Less Previous Requisitions	\$	(715,185.65)
8. Payment Due This Period	\$	50,388.57

SUBCONTRACTOR AFFIDAVIT & RELEASE OF LIEN:

The undersigned Subcontractor certified; (i) that the work for which this payment request is being submitted has been completed in accordance with the Contract Documents; (ii) that it has paid its employees, sub-subcontractors, and material suppliers for all work and material for which Erickson Construction has paid previous requests for payment; (iii) that the amount of this invoice is due.

CONTRACTOR:

By: [Signature]
(Officer, General Partner, or Owner)
B.E. Morton - Sr. Vice President

Date: January 23, 2009

Note: Payment will be made for only those costs which are included as part of the Original Contract amount or for which a Change Order has been issued by Erickson Construction L.L.C. Please provide a list of any outstanding claims for additional costs or pending extras.

NOTES:

TO BE COMPLETED BY PROJECT MANAGER

RETAINAGE RELEASE	\$
PROGRESS BILLING	\$
RETAINAGE HELD	\$
TOTAL AMOUNT DUE	\$
PROJECT NUMBER	557RB11
COST CODE #	48400-092501
APPROVED BY	
APPROVED DATE	

FINAL PAYMENT		
PUNCH LIST COMPLETED	☐ YES	☐ NO
WARRANTY COMPLETED	☐ YES	☐ NO
ATTIC STOCK DELIVERED	☐ YES	☐ NO
O&M (CLOSEOUT BOOK-DEL)	☐ YES	☐ NO
CHANGE ORDERS COMPLETED	☐ YES	☐ NO

FOR ACCOUNTING USE ONLY

DATE RECEIVED

REVIEWED BY

APPLICATION AND CERTIFICATE FOR PAYMENT

AIA DOCUMENT G702 Page 1 of 5 Pages

TO (OWNER): ERICKSON CONSTRUCTION
991 Corporate Boulevard
Linthicum, MD 21090

PROJECT: ASHBY PONDS ILB1.1
21065 Loudoun County Parkway
Ashburn, VA 20147

FROM (CONTRACTOR): ANNING-JOHNSON COMPANY
9408-A Gunston Cove Road
Lorton, Virginia 22079

CONTACT: Greg Bergstedt
(703) 372-5340

CONTRACT FOR: Drywall

CONTRACT NO: 09D

CONTRACT DATE: 09/11/07

APPLICATION # 10
PERIOD TO: 1/31/2009
Distribution To:
OWNER
ARCHITECT
CONTRACTOR

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for Payment, as shown below, in connection with the Contract.
Continuation Sheet, AIA Document G703, is attached.

CHANGE ORDER SUMMARY			
Change Orders approved in previous months by Owner		ADDITIONS	DEDUCTIONS
TOTAL		122,727.00	(9,900.00)
Number	Date Approved		
007	01/14/09	11,380.00	
008	01/14/09	4,446.00	
009	01/14/09	3,607.00	
010	01/14/09	3,759.00	
011	01/14/09	1,610.10	
012	01/14/09	28,238.50	
TOTALS		175,767.50	(9,900.00)
Net change by Change Orders		165,867.50	

1. ORIGINAL CONTRACT SUM \$ 640,000.00
2. New Change by Change Orders \$ 165,867.50
3. CONTRACT SUM TO DATE \$ 805,867.50
4. TOTAL COMPLETED & STORED TO DATE (Line 1 +/- 2) (Column G on G703) \$ 805,867.50
5. RETAINAGE:
 - A. 5% of Completed Work (Column D + E on G703) \$ 40,293.00
 - B. 5% of Stored Material (Column F on G703) \$ 0.00Total Retainage (Line 5a + 5b or Total Column I of G703) \$ 40,293.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 - Line 5) \$ 765,574.50
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)
8. CURRENT PAYMENT DUE \$ 715,186.00
9. BALANCE TO FINISH, PLUS RETAINAGE (Line 3 - Line 6) \$ 50,388.60
- 40,293.00

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

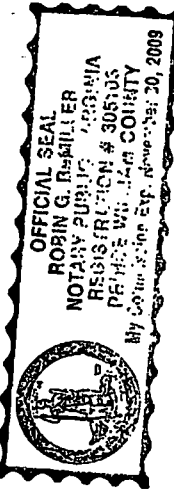
CONTRACTOR: ANNING-JOHNSON COMPANY

By: *[Signature]* Date: 01/14/09
B/E. Morton - Sr. Vice President

State of: Virginia County of: Fairfax
Subscribed and sworn to before me this 14th day of January, 2009

Notary Public: *Robin D. Benda*

My Commission Expires: 11/30/09
Notary Registration Number: 360290



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the above application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance

AMOUNT CERTIFIED \$

(Attach explanation is amount certified differs from the amount applied for.)

Architect:

By:

Date:

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

NTINUATION SHEET

AIA DOCUMENT G703

Page 2 of 5 Pages

document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 contractor's signed Certification is attached.
 All amounts below are stated to the nearest dollar.
 Column 1 on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 10
 APPLICATION DATE: 01/14/09
 PERIOD TO: 01/31/09
 CONTRACT NO.:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		E THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D O R E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE 5%
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD							
	Mobilization	10,000 10,000	10,000 10,000	- -	- -	- -		10,000 10,000	100% 100%	- -	500 500
	1st Floor Metal Stud Framing	4,400 5,500	4,400 5,500	- -	- -	- -		4,400 5,500	100% 100%	- -	220 275
	Prerock	10,000 10,000	10,000 10,000	- -	- -	- -		10,000 10,000	100% 100%	- -	500 500
	Framing	5,600 16,030	5,600 16,030	- -	- -	- -		5,600 16,030	100% 100%	- -	280 802
	Hanging	31,760 28,870	31,760 28,870	- -	- -	- -		31,760 28,870	100% 100%	- -	1,588 1,444
	Finishing	9,220 36,130	9,220 36,130	- -	- -	- -		9,220 36,130	100% 100%	- -	461 1,807
	ACT	5,900 4,850	5,900 4,850	- -	- -	- -		5,900 4,850	100% 100%	- -	295 243
	SUB-TOTAL	188,260	188,260					188,260	100%		9,413

INTINUATION SHEET

AIA DOCUMENT G703

Page 3 of 5 Pages

document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 contractor's signed Certification is attached.
 calculations below, amounts are stated to the nearest dollar.
 Column 1 on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 10
 APPLICATION DATE: 01/14/09
 PERIOD TO: 01/31/09
 CONTRACT NO.:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		E THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D O R E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE 5%
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD							
1st Floor	Prerock	Material Labor	10,100 10,160	- -	- -	- -	- -	10,100 10,160	100% 100%	- -	505 508
	Framing	Material Labor	4,630 13,950	- -	- -	- -	- -	4,630 13,950	100% 100%	- -	232 698
		Material Labor	30,620 27,940	- -	- -	- -	- -	30,620 27,940	100% 100%	- -	1,531 1,397
	Finishing	Material Labor	8,870 34,880	- -	- -	- -	- -	8,870 34,880	100% 100%	- -	444 1,744
		Material Labor	6,030 5,070	- -	- -	- -	- -	6,030 5,070	100% 100%	- -	302 254
	Prerock	Material Labor	9,830 8,730	- -	- -	- -	- -	9,830 8,730	100% 100%	- -	492 437
		Material Labor	5,360 15,810	- -	- -	- -	- -	5,360 15,810	100% 100%	- -	268 791
	Hanging	Material Labor	30,470 27,860	- -	- -	- -	- -	30,470 27,860	100% 100%	- -	1,524 1,393
		Material Labor	8,830 35,060	- -	- -	- -	- -	8,830 35,060	100% 100%	- -	442 1,753
	ACT	Material Labor	3,120 2,920	- -	- -	- -	- -	3,120 2,920	100% 100%	- -	156 146
		SUB-TOTAL	300,240	300,240					300,240	100%	

11 NTINUATION SHEET

AIA DOCUMENT G703

Page 4 of 5 Pages

document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 actor's signed Certification is attached.
 utions below, amounts are stated to the nearest dollar.
 column 1 on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 10
 APPLICATION DATE: 01/14/09
 PERIOD TO: 01/31/09
 CONTRACT NO.:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		E THIS PERIOD	F MATERIALS PRESENTLY STORED (NOT IN D O R E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE 5%
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD							
1 Floor	Prerock	10,040	10,040	-	-	-	-	10,040	100%	-	502
		9,140	9,140	-	-	-	-	9,140	100%	-	457
	Framing	8,440	8,440	-	-	-	-	8,440	100%	-	422
		22,230	22,230	-	-	-	-	22,230	100%	-	1,112
	Hanging	30,660	30,660	-	-	-	-	30,660	100%	-	1,533
		20,860	20,860	-	-	-	-	20,860	100%	-	1,043
	Finishing	8,880	8,880	-	-	-	-	8,880	100%	-	444
		35,190	35,190	-	-	-	-	35,190	100%	-	1,760
	ACT	3,120	3,120	-	-	-	-	3,120	100%	-	156
		2,940	2,940	-	-	-	-	2,940	100%	-	147
	SUB-TOTAL	151,500	151,500					151,500	100%		7,575
	TOTAL	640,000	640,000					640,000	100%		32,000

INTINUATION SHEET

AIA DOCUMENT G703

Page 5 of 5 Pages

Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing
 contractor's signed Certification is attached.
 Additions below, amounts are stated to the nearest dollar.
 Column I on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 10
 APPLICATION DATE: 01/14/09
 PERIOD TO: 01/31/09
 CONTRACT NO.:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED FROM PREVIOUS APPLICATION (D+E)		E WORK COMPLETED THIS PERIOD		F MATERIALS PRESENTLY STORED (NOT IN D O R E)	G MATERIALS PRESENTLY STORED OFF-SITE	H TOTAL COMPLETED AND STORED TO DATE (D+E+F)	I % (G / C)	J BALANCE TO FINISH (C - G)	K RETAINAGE 5%
	CONTRACT AMENDMENTS											
	Change Order #1	(9,900)	(9,900)	-	-	-	-	-	(9,900)	100%	-	(495)
	Change Order #2	16,190	16,190	-	-	-	-	-	16,190	100%	-	810
	Change Order #3	6,919	6,919	-	-	-	-	-	6,919	100%	-	346
	Change Order #4	42,632	42,632	-	-	-	-	-	42,632	100%	-	2,132
	Change Order #5	50,572	50,572	-	-	-	-	-	50,572	100%	-	2,529
	Change Order #6	6,414	6,414	-	-	-	-	-	6,414	100%	-	321
	Change Order #7	11,380	-	11,380	-	-	-	-	11,380	100%	-	569
	Change Order #8	4,446	-	4,446	-	-	-	-	4,446	100%	-	222
	Change Order #9	3,607	-	3,607	-	-	-	-	3,607	100%	-	180
	Change Order #10	3,759	-	3,759	-	-	-	-	3,759	100%	-	188
	Change Order #11	1,610.10	-	1,610.10	-	-	-	-	1,610.10	100%	-	81
	Change Order #12	28,238.50	-	28,238.50	-	-	-	-	28,238.50	100%	-	1,412
	CONTRACT AMENDMENTS TOTAL	165,867.60	112,827.00	53,040.60	53,040.60	53,040.60			165,867.60	100%		8,293
	REVISED TOTAL CONTRACT	805,867.60	752,827.00	53,040.60	53,040.60	53,040.60			805,867.60	100%		40,293



COMMONWEALTH OF VIRGINIA
COUNTY OF LOUDOUN
OFFICE OF THE CLERK OF CIRCUIT COURT

Brenda S. Butler
Chief Deputy

Gary M. Clemens
Clerk

William L. Loy
Assistant Chief Deputy

OFFICIAL RECEIPT

Receipt Number: T20100007154

Date/Time: 02/25/2010 14:51:26

Clerk: PRODGERS

Customer Name :

MCCANDLISH

Transaction Detail

<u>Instrument Number</u>	<u>Instrument Type</u>	<u>Grantor Consideration</u>	<u>Assumption Value</u>	<u>Grantee Consideration</u>
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201002250010887	ML			
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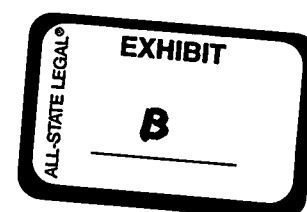
<u>First Party Name</u>	<u>Second Party Name</u>
ASHBURN CAMPUS LLC	ANNING-JOHNSON CO

<u>Code</u>	<u>Description</u>	<u>Paid</u>	<u>Code</u>	<u>Description</u>	<u>Paid</u>
106	TECHNOLOGY FUND	\$5.00	145	VLSF	\$1.50
301	CLERK'S FEE	\$14.50			
Subtotal:		\$21.00			

Payment Information

<u>Method of Payment</u>	<u>Payment Control ID</u>	<u>Authorized Agent</u>	<u>Amount</u>
Check	48946		\$21.00

AMOUNT PAID:	\$21.00
LESS AMOUNT DUE:	\$21.00
CHANGE RECEIVED:	\$0.00



**MEMORANDUM FOR MECHANIC'S LIEN
CLAIMED BY SUBCONTRACTOR**

Name of owners: Ashburn Campus. LLC
Address of owners 701 Maiden Choice Lane
Baltimore, Maryland 21228
Name of general contractor: Erickson Construction, LLC
Address of general contractor: 991 Corporate Boulevard
Linthicum, Maryland 21090
Name of claimant: Anning-Johnson Company
Address of claimant: 9408-A Gunston Cove Road
Lorton, Virginia 22079

1. Type of materials or services furnished:
Labor & materials to complete drywall and acoustical ceiling tile work pursuant to contract documents.
2. Amount of Claim: \$146,208.00
3. Type of structure on which work done or materials furnished:
Independent Living Facility: multi-story wood frame residential building.
4. Brief description and location of real property:
A parcel of land known as Ashby Ponds Independent Living Facility Building 1.4;
21125 Cardinal Pond Terrace, Ashburn, Virginia; and so much land as shall be necessary
for the convenient use and enjoyment thereof. See Exhibit A.
5. Date from which interest on above amount is claimed:
Interest is claimed from January 15, 2010.

I intend to claim the benefits of the Mechanic's Lien pursuant to Va. Code § 43-3, et seq.

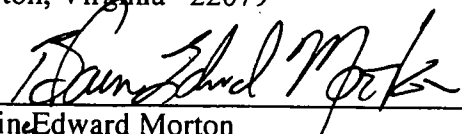
CLAIMANT & SUBCONTRACTOR

DATE:

2/25/10

ANNING-JOHNSON COMPANY
9408-A Gunston Cove Road
Lorton, Virginia 22079

By:


Blaine Edward Morton
Senior Vice President



20100225-0010987

Loudoun County, VA Pgs: 7
02/25/2010 2:54 PM
Gary M. Clemens, Clerk

AFFIDAVIT

STATE OF VIRGINIA

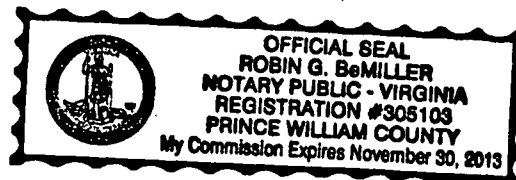
COUNTY OF Fairfax, to wit:

I, Robin G. Bemiller, notary public for the county and state aforesaid, do certify that Blaine Edward Morton, Senior Vice President and Agent for Anning-Johnson Company, this day made oath before me in my county aforesaid that Erickson Construction, LLC is justly indebted to claimant in the sum of \$146,208.00 for the consideration stated in the foregoing memorandum, and that the same is payable as therein stated.

Given under my hand this the 25th day of February, 2010.

Robin G. Bemiller
Notary Public

My commission expires: 11/30/13
My registration number is: 305103



Return to:

McCandlish & Lillard, P.C.
11350 Random Hills Road, Suite 500
Fairfax, VA 22030
(703) 273-2288

Notice

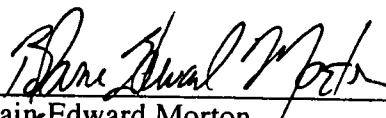
To: Ashburn Campus, LLC, a Maryland LLC (Owner)
Address: 701 Maiden Choice Lane
Baltimore, Maryland 21228

You are hereby notified that Erickson Construction, LLC (general contractor) is indebted to me in the sum of One Hundred Forty Six Thousand and Two Hundred Eight dollars (\$146,208.00) with interest there on from the 15th day of January, 2010, for work done (and materials furnished) in and about the construction of an Independent Living Facility consisting of a multi-story wood frame residential building, which it has contracted to construct for you or on property owned by you in the county of Loudoun, and that I have duly recorded a mechanic's lien for the same.

Given under my hand this the 25 day of FEB, 2010.

CLAIMANT & SUBCONTRACTOR
ANNING-JOHNSON COMPANY

By:


Blaine Edward Morton
Senior Vice President
9408-A Gunston Cove Road
Lorton, Virginia 22079

The undersigned hereby certifies that he has mailed a copy of this lien memorandum to the owner of the property at the owner's last known address:

Ashburn Campus, LLC, a Maryland LLC
701 Maiden Choice Lane
Baltimore, Maryland 21228

Ashburn Campus, LLC, a Maryland LLC
c/o C.T. Corp System
4701 Cox Road, St. 301
Glen Allen, VA 23066

MCCANDLISH & LILLARD, PC

By:


W. McCauley Arnold
VSB #1543
11350 Random Hills Road, Suite 500
Fairfax, Virginia 22030
703-273-2288
703-273-4592 (fax)
Counsel for Claimant
Anning-Johnson Company

EXHIBIT A

Parcel B-1 as shown on that certain plat entitled "Subdivision Waiver Plat of the lands of Edward St. John, LLC and Beaumeade Investors, LLC" recorded among the land records of Loudoun County, Virginia as Instrument # 20061214-0104156 and more particularly described as follows:

Commencing at the point of intersection of the northern right of way line of Smith Switch Road ~ Virginia State Route #607 ~ Variable Width Right of Way and the western right of way line of Loudoun County Parkway ~ Variable Width Right of Way ~ Instrument 20040729-0077906, said point of intersection being the Point of Beginning;

Thence departing said intersection and with said northern right of way line of Smith Switch Road the following three (3) courses and distance:

Along a curve to the right having a radius of 95.00 feet, an arc length of 22.91 feet, a delta angle of $13^{\circ}49'09''$, a tangent of 11.51 feet, and a chord bearing and distance of $S\ 61^{\circ}43'16''\ W\ 22.86$ feet to a point;

Along a curve to the right having a radius of 222.58 feet, an arc length of 66.54 feet, a delta angle of $17^{\circ}07'40''$, a tangent of 33.52 feet, and a chord bearing and distance of $S\ 77^{\circ}11'41''\ W\ 66.29$ feet to a point;

$S\ 85^{\circ}45'34''\ W\ 834.15$ feet to a point, said point being the Point of Beginning;

Thence departing the Point of Beginning and continuing along said northern right of way line of Smith Switch Road the following five (5) courses and distances:

- (1) Along a curve to the left having a radius of 2,015.00 feet, an arc length of 98.63 feet, a delta angle of $02^{\circ}48'16''$, a tangent of 49.32 feet, and a chord bearing and distance of $S\ 84^{\circ}21'26''\ W\ 98.62$ feet to a point;
- (2) $S\ 82^{\circ}56'43''\ W\ 285.29$ feet to an iron pipe found;
- (3) $S\ 81^{\circ}17'43''\ W\ 271.60$ feet to a point;
- (4) Along a curve to the left having a radius of 2,740.00 feet, an arc length of 301.79 feet, a delta angle of $06^{\circ}18'39''$, a tangent of 151.05 feet, and a chord bearing and distance of $S\ 78^{\circ}08'24''\ W\ 301.64$ feet to an iron pipe found;
- (5) $S\ 74^{\circ}59'04''\ W\ 208.25$ feet to a point, said point being on an eastern line of the lands of United States of America ("USA") ~ Deed Book 1157 Page 194;

Thence departing said northern right of way line of Smith Switch Road and with said lands of "USA" the following four (4) courses and distances:

- (6) N 31°22'22" W 1,335.03 feet to a point;
- (7) N 58°36'39" E 50.00 feet to an iron pipe found;
- (8) N 31°22'22" W 80.00 feet to an iron pipe found;
- (9) S 58°37'38" W 80.00 feet to an iron pipe found, said iron pipe found being a corner of the lands of "USA" and on a line of the lands of Ashburn Village Development Corporation ("AVDC") ~ Deed Book 1113 Page 1225 and Deed Book 1115 Page 1 ~ PIN 059-37-2819;

Thence departing said lands of "USA" and with said lands of "AVDC" the following two (2) courses and distances:

- (10) N 31°22'21" W 178.95 feet to a stone found;
- (11) N 27°30'29" E 2,222.58 feet to a point;
- (12) N 11°44'30" W 1,507.50 feet (first with said lands of "AVDC" and then with Parcel A, Section 1, Potomac Green ("Parcel A") ~ Instrument 20050628-0069147) to an iron pipe found, said iron pipe found being a corner of "Parcel A" and the lands of One Loudoun (D.C.) PIP III, LLC ("One") ~ Deed Book 1735 Page 2439 ~ PIN 057-10-2844;
- (13) Thence departing said "Parcel A" and with said lands of "One" S 78°43'16" E 1,092.99 feet to a point;

Thence departing said lands of "One" and with Parcel B2, being the lands of Edward St. John, LLC and Beaumeade Investors, LLC, the following fifteen (15) courses and distances:

- (14) S 11°03'50" W 899.79 feet to a point;
- (15) S 09°21'48" E 839.91 feet to a point;
- (16) S 88°48'48" E 222.55 feet to a point;
- (17) S 65°54'10" E 262.96 feet to a point;
- (18) S 15°52'57" E 640.37 feet to a point;
- (19) S 04°35'39" W 1,108.75 feet to a point;
- (20) N 88°55'25" W 840.90 feet to a point;

- (21) S 39°42'03" W 214.51 feet to a point;
- (22) S 16°12'47" W 543.99 feet to a point;
- (23) S 25°01'08" E 33.83 feet to a point;
- (24) S 68°59'44" E 47.32 feet to a point;
- (25) Along a non-tangent curve to the left having a radius of 1,179.00 feet, an arc length of 244.02 feet, a delta angle of 11°51'31", a tangent of 122.45 feet, and a chord bearing and distance of S 80°55'59" E 243.58 feet to a point;
- (26) S 89°16'53" E 243.30 feet to a point;
- (27) N 85°16'23" E 277.41 feet to a point;
- (28) S 04°43'37" E 94.69 feet to the Point of Beginning and containing 135.5378 Acres.

TOGETHER WITH the Water Line Easement and the Temporary Business Center Easement created by that certain Easement Agreement recorded among the land records of Loudoun County, Virginia, as Instrument # 20061215-0104679.

Less and except that area conveyed for public street purposes per Deed of Dedication recorded among the aforesaid land records as Instrument # 20071105-0078699 with plat recorded as Instrument # 20071105-0078700.

FURTHER LESS AND EXCEPT that area conveyed in that certain Deed of Boundary Line Adjustment recorded among the aforesaid land records as Instrument # 20080716-0043738 with plat recorded as Instrument # 20080716-0043740, as corrected as Instrument # 20081030-0064827.