

**NAME: MICHAEL HAIM LEVINSON**

**OFFICE OR POSITION HELD OR SOUGHT: COMMISSIONER, VB ECON DEV AUTHORITY**

Complete this Schedule for each self-owned or family-owned business (including rental property, a farm partnership, or corporation in which you or a member of your immediate family, separately or together, own an in excess of \$5,000.

If the enterprise is owned or operated under a trade, partnership, or corporate name, list that name; otherwise the nature of the enterprise. If rental property is owned or operated under a trade, partnership, or corporate name otherwise give the address of each property. Account for business interests held in trust.

NAME OF BUSINESS, CORPORATION, PARTNERSHIP, FARM; ADDRESS OF RENTAL PROPERTY	CITY OR COUNTY AND STATE	NATURE OF ENTERPRISE (FARMING, LAW, RENTAL PROPERTY, ETC.)	50,000 or less
MICHAEL H. LEVINSON, ATTORNEY AT LAW	VIRGINIA BEACH, VA	LAW	<input type="checkbox"/>
PRINCESS ANNE TITLE AGENCY, INC.	VIRGINIA BEACH, VA	TITLE INSURANCE	<input type="checkbox"/>
303 34 <sup>TH</sup> STREET (UNITS 101 & 203)	VIRGINIA BEACH, VA	RENTAL PROPERTY	<input checked="" type="checkbox"/>
TFI, LLC—HILTON VIRGINIA BEACH OCEANFRONT	VIRGINIA BEACH, VA	HOTEL	<input checked="" type="checkbox"/>
OCEAN BEACH CLUB, LLC	VIRGINIA BEACH, VA	TIMESHARE DEVELOPMENT	<input type="checkbox"/>
SCORPION OPPORTUNITY FUND iii	ATLANTA, GA	REAL ESTATE INVESTMENT	<input checked="" type="checkbox"/>
VISION CAPITAL OPPORTUNITY FUND I	ATLANTA, GA	REAL ESTATE INVESTMENT	<input checked="" type="checkbox"/>
VISION CAPITAL OPPORTUNITY FUND II	ATLANTA, GA	REAL ESTATE INVESTMENT	<input checked="" type="checkbox"/>
KOWETA VISION, LLC	ATLANTA, GA	REAL ESTATE INVESTMENT	<input checked="" type="checkbox"/>
DODSON VISION, LLC	ATLANTA, GA	REAL ESTATE INVESTMENT	<input checked="" type="checkbox"/>
CHOP 31, LLC	VIRGINIA BEACH, VA	RESTAURANT	<input checked="" type="checkbox"/>
COTH, LLC—CAVALIER ASSOCIATES, LLC	VIRGINIA BEACH, VA	Hotel / RESTAURANT OPERATION	<input type="checkbox"/>
ROCKFISH SEA GRILL, LLC	VIRGINIA BEACH, VA	RESTAURANT	<input checked="" type="checkbox"/>
TNS NYC	NEW YORK, NY	RESTAURANT	<input checked="" type="checkbox"/>
NORTH BAY GROUP, LP	CHESAPEAKE, VA	REAL ESTATE INVESTMENT	<input type="checkbox"/>
HHC SENIOR HOUSING FUND I, LLC	TEXAS	REAL ESTATE INVESTMENT	<input type="checkbox"/>

**Conditional Re-Zoning, Alternative Compliance, and Subdivision Variance Applications of  
Cavalier Associates, LLC**

**Supplemental Applicant Disclosure**

**DMR I, LLC, Sole Member:** The Edmund C. Ruffin Irrevocable Trust-2012 (Robert M. Howard, Trustee)

**CAVALIER FP, LLC, Sole Member:** D.B. Frye, Jr.

**COTH, LLC, Members:** Michael Levinson, George Metzger, Larry Slipow, S. Michael Shocket Revocable Trust (Alvin Wall, Sole Trustee), Ralph Reynolds

**Cavalier Investors I, LLC, Sole Member:** Pieter H. Reidy

**Cavalier Investors II, LLC, Sole Member:** James W. Reidy

**Cavalier Investors III, LLC, Sole Member:** Michael L. Reidy

**DISCLOSURE STATEMENT**

## State and Local Statement of Economic Interests

**SCHEDULE D**  
**BUSINESS INTERESTS AND RENTAL PROPERTY**
NAME: Bryan D. Cuffee

Table 1: Business Interests

Disclose each business owned by you or a member of your immediate family with a value in excess of \$5,000 and each interest in a business owned by you or a member of your immediate family with a value in excess of \$5,000. DO NOT REPORT any securities disclosed on Schedule C.

If the business is owned or operated under a trade, partnership, or corporate name, list that name. If the business is not owned or operated under a trade, partnership, or corporate name, describe the nature of the business.

NAME OF BUSINESS OR NATURE OF BUSINESS	LOCATION OF BUSINESS (CITY OR COUNTY, STATE, AND COUNTRY)	GROSS INCOME (CHECK ONE)		
		\$50,000 or LESS	\$50,001 to \$250,000	MORE THAN \$250,000
Investors, LLC	Virginia Beach, VA	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Hospitality Investment Associates - Carlie, LLC	Virginia Beach, VA	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Hospitality Investment Associates - Norfolk, LLC	Virginia Beach, VA	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Hospitality Investment Associates, LLC	Virginia Beach, VA	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Table 2: Rental Property

Disclose each rental property owned by you or a member of your immediate family with a value in excess of \$5,000 and each interest in rental property owned by you or a member of your immediate family with a value in excess of \$5,000.

List each rental property individually.

If the rental property is owned or recorded under a trade, partnership, or corporate name, list that name. DO NOT LIST the street address for any rental property. No address will be redacted from this table.

NAME IN WHICH RENTAL PROPERTY IS OWNED OR RECORDED	LOCATION OF RENTAL PROPERTY (CITY OR COUNTY, STATE, AND COUNTRY)	TYPE OF RENTAL PROPERTY (RESIDENTIAL, COMMERCIAL, ETC.)	GROSS INCOME (CHECK ONE)		
			\$50,000 or LESS	\$50,001 to \$250,000	MORE THAN \$250,000
Bryan & Stephanie Cuffee	Virginia Beach, VA	Residential	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
			<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

## Disclosure Statement

other unincorporated organization, **AND THEN**, complete the following.

- (A) List the Applicant's name followed by the names of all officers, directors, members, trustees, partners, etc. below: *(Attach list if necessary)*  
Oceanfront Investments, LLC; John R. Lawson; DMRI, LLC; Bruce L. Thompson; Cavalier FP, LLC; COTH, LLC; Cavalier Investors I, LLC; Cavalier Investors II, LLC; Cavalier Investors, III, LLC; and Hospitality Investment Associates - Cavalier, LLC
- (B) List the businesses that have a parent-subsidary <sup>1</sup> or affiliated business entity <sup>2</sup> relationship with the Applicant: *(Attach list if necessary)*  
Cavalier Associates LLC  
Atlantic Coast Development, LLC  
Cavalier Associates Development, Inc.  
Cavalier Residential Builders, LLC

See next page for information pertaining to footnotes <sup>1</sup> and <sup>2</sup>

## SECTION 2 / PROPERTY OWNER DISCLOSURE

*Complete Section 2 only if property owner is different from Applicant.*

- ☐ Check here if the **PROPERTY OWNER IS NOT** a corporation, partnership, firm, business, or other unincorporated organization.
- ☒ Check here if the **PROPERTY OWNER IS** a corporation, partnership, firm, business, or other unincorporated organization, **AND THEN**, complete the following.

- (A) List the Property Owner's name followed by the names of all officers, directors, members, trustees, partners, etc. below: *(Attach list if necessary)*  
Same as Applicant.
- (B) List the businesses that have a parent-subsidary <sup>1</sup> or affiliated business entity <sup>2</sup> relationship with the Property Owner: *(Attach list if necessary)*

The disclosures contained in this form are necessary to inform public officials who may vote on the application as to whether they have a conflict of interest under Virginia law.

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## Disclosure Statement

Same as Applicant.

Virginia Beach

<sup>1</sup> "Parent-subsidiary relationship" means "a relationship that exists when one corporation directly or indirectly owns shares possessing more than 50 percent of the voting power of another corporation." See State and Local Government Conflict of Interests Act, Va. Code § 2.2-3101.

<sup>2</sup> "Affiliated business entity relationship" means "a relationship, other than parent-subsidiary relationship, that exists when (i) one business entity has a controlling ownership interest in the other business entity, (ii) a controlling owner in one entity is also a controlling owner in the other entity, or (iii) there is shared management or control between the business entities. Factors that should be considered in determining the existence of an affiliated business entity relationship include that the same person or substantially the same person own or manage the two entities; there are common or commingled funds or assets; the business entities share the use of the same offices or employees or otherwise share activities, resources or personnel on a regular basis; or there is otherwise a close working relationship between the entities." See State and Local Government Conflict of Interests Act, Va. Code § 2.2-3101.

### SECTION 3. SERVICES DISCLOSURE

Are any of the following services being provided in connection with the subject of the application or any business operating or to be operated on the Property. If the answer to any item is YES, please identify the firm or individual providing the service:

YES	NO	SERVICE	PROVIDER (use additional sheets if needed)
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Accounting and/or preparer of your tax return	Dixon Goodman Hughes
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Architect / Landscape Architect / Land Planner	Hanbury Evans Wright Violas and Company / WPL / EDSA
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Contract Purchaser (if other than the Applicant) - Identify purchaser and purchaser's service providers	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Any other pending or proposed purchaser of the subject property (Identify purchaser(s) and purchaser's service providers)	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Construction Contractors	WM Jordan
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Engineers / Surveyors	WPL/KinleyHorn/ChenowEwing/Vitek

The disclosures contained in this form are necessary to inform public officials who may vote on the application as to whether they have a conflict of interest under Virginia law.

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# Disclosure Statement

☒ ☐

Financing (include current mortgage holders and lenders selected or being considered to provide financing for acquisition or construction of the property)

☒ ☐

Legal Services

☒ ☐

Real Estate Brokers / Agents for current and anticipated future sales of the subject property

TowneBank

Troutman Sanders LLP; WilliamsMullen

East Beach Realty dba Cavalier Realty Associates (Adjacent Residential Parcel)

## SECTION 4. KNOWN INTEREST BY PUBLIC OFFICIAL OR EMPLOYEE

YES NO

☐

☒


Does an official or employee of the City of Virginia Beach have an interest in the subject land or any proposed development contingent on the subject public action?

If yes, what is the name of the official or employee and what is the nature of the interest?

### CERTIFICATION:

I certify that all of the information contained in this Disclosure Statement Form is complete, true, and accurate.

I understand that, upon receipt of notification that the application has been scheduled for public hearing, I am responsible for updating the information provided herein two weeks prior to the Planning Commission, Council, VBDA meeting, or meeting of any public body or committee in connection with this Application.

BY: Robert M. Howard, CIO		10-28-15
APPLICANT'S SIGNATURE	PRINT NAME	DATE
	Robert M. Howard, CIO	
PROPERTY OWNER'S SIGNATURE	PRINT NAME	DATE

The disclosures contained in this form are necessary to inform public officials who may vote on the application as to whether they have a conflict of interest under Virginia law.

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Prepared by:  
Wolcott Rivers Gates  
200 Bendix Road, Suite 300  
Virginia Beach, Virginia 23452

GPINs Listed on Exhibit B

20160223000148130 1/30  
City of Virginia Beach  
02/23/2016  
12:48:03 PM REFI  
Tina E. Sinnen, Clerk

State Tax Pd - \$97094.94

EXEMPTION CLAIMED: THE PURPOSE OF THIS DEED OF TRUST IS, IN PART, TO REFINANCE AN EXISTING INDEBTEDNESS, WHICH INDEBTEDNESS IS SECURED BY A DEED OF TRUST IN THE ORIGINAL PRINCIPAL AMOUNT OF \$10,000,000.00 AND RECORDED IN THE CLERK'S OFFICE OF THE CIRCUIT COURT OF THE CITY OF VIRGINIA BEACH, VIRGINIA AS INSTRUMENT NUMBER 20151002000966760, ON WHICH TAXES IMPOSED UNDER SECTION 58.1-803 (A) OF THE CODE OF VIRGINIA, 1950 (AS AMENDED) HAVE BEEN PREVIOUSLY PAID. AS SUCH, TAXES IMPOSED ON THIS DEED OF TRUST HAVE BEEN CALCULATED UNDER SECTION 58.1-803 (E) OF THE CODE OF VIRGINIA, 1950 (AS AMENDED).

**CREDIT LINE DEED OF TRUST, ASSIGNMENT, SECURITY AGREEMENT AND  
FIXTURE FILING**

THIS CREDIT LINE DEED OF TRUST, ASSIGNMENT, SECURITY AGREEMENT AND FIXTURE FILING is made as of the 2nd day of February, 2016, by CAVALIER ASSOCIATES, LLC, a Virginia limited liability company, whose address is 300 32<sup>nd</sup> Street, Virginia Beach, VA 223451, a grantor for purposes of indexing, ATLANTIC COAST DEVELOPMENT, LLC, a Virginia limited liability company, whose address is 300 32<sup>nd</sup> Street, Virginia Beach, VA 223451, a grantor for purposes of indexing, CAVALIER RESIDENTIAL BUILDERS, LLC, a Virginia limited liability company, whose address is 300 32<sup>nd</sup> Street, Virginia Beach, VA 223451, a grantor for purposes of indexing, and OCEANFRONT INVESTMENTS, LLC, a Virginia limited liability company, whose address is 300 32<sup>nd</sup> Street, Virginia Beach, VA 223451, a grantor for purposes of indexing, to TBVAT, LLC, a Virginia limited liability company ("Trustee"), whose address is 6001 Harbour View Boulevard, Suffolk, VA 23435, a grantee for purposes of indexing, for the benefit of TOWNEBANK, a Virginia banking corporation ("Lender") whose address is 297 Constitution Drive, Virginia Beach, VA 23462, a grantee for purposes of indexing.

**THIS IS A CREDIT LINE DEED OF TRUST**

The maximum aggregate amount of principal to be secured  
at any one time under this Deed of Trust is:

\$77,094,836.00

Name of the beneficiary secured by this Deed of Trust:

TowneBank

Address at which communications to the beneficiary may be mailed or delivered:

297 Constitution Drive  
Virginia Beach, Virginia 23462  
Attn: Jeff Robertson

RECEIVED  
VIRGINIA BEACH CIRCUIT COURT  
2016 FEB 23 PM 12:39  
TINA E. SINNEN, CLERK

Return to: Sykes Bourdon Ahern & Levy

2017022000097270 1759  
City of Virginia Beach  
02/02/2017  
01:07:25 PM DOT  
Tina E. Sinnen, Clerk  
State Tax Pd - \$14000.00

RECORDATION REQUESTED BY: TowneBank

SEND TAX NOTICES TO: 208 Ash Avenue Suite, 101, Virginia Beach, Virginia 23452

Virginia Beach Parcel ID No(s):

2417-98-3479-0000 (603-605 22<sup>nd</sup> Street), 2417-98-3438 (609-607 22<sup>nd</sup> STREET), 2417-98-2484 (611 22<sup>nd</sup> STREET), 1477-94-5801 (205 ASH AVE), 1477-94-7808 (208 ASH AVE), 1487-03-1834 (111 S. BOGGS AVE), 1478-21-9905 (745 BRINSON ARCH), 1477-93-2925 (101 S. BUDDING AVE), 1477-93-2922 (105 S. BUDDING AVE), 1477-93-2520 (129 S. BUDDING) 1477-94-3995 (212 N. BUDDING), 1477-94-3999 (214 N. BUDDING AVE), 1478-02-7196 (776 DELAURA LANE), 1477-94-5728 (4200 DUTCH ST), 1477-94-5602-0000 (4325& 4329 DUTCH ST), 1477-83-8707 (110 & 112 S. FIR AVE), 1477-84-7492 (118 A&B N. FIR AVE), 1477-84-8502 (122 A&B N. FIR AVE), 1477-84-8514 (123A N. FIR AVE), 1477-84-8548 (125 A&B N. FIR AVE), 1477-83-3427 (129 [131] S. PALM), 1477-84-5691 (129 N. FIR & 4313 DUTCH STREET), 1477-84-7692 (130 N. FIR AVE), 1477-84-7891 (200 A&B N. FIR), 1478-13-9906 (4856 HONEYGROVE RD), 1477-19-5231 (608 IRIS CT), 1468-01-6555 (5920 MARGATE AVE), 1477-84-3726 (201 A&B N. PALM), 1477-84-3817 (215 N. PALM AVE), 1477-83-3421 (133 S. PALM AVE), 1487-15-6489 (3906 SEEMAN ROAD), 2415-36-8728 (1106 SNOWBIRD LANE), 1486-79-2856 (3529 TERRAZZO TR), 1477-83-9710 (119 S. THALIA RD), 1477-83-9612 (121 S. THALIA RD), 1477-94-0861 (128 A&B THALIA RD), 1477-94-1606 (130 THALIA RD), 1487-22-3897 (232 THALIA TRACE DR), 1890-10-3230 (2301 URCHIN RD), 1478-98-7383 (1302 WESTMORELAND CT), 1497-82-5885 (217 WHISPERING PINES CT), 1478-48-9078 (1209 INDEPENDENCE BLVD)

**DEED OF TRUST**

THIS IS A CREDIT LINE DEED OF TRUST

Maximum aggregate amount of principal  
to be secured hereby at any one time: \$5,600,000.00

Name and address of Noteholder secured hereby:  
TowneBank

2101 Parks Avenue, Suite 200  
Virginia Beach, VA 23451

THIS DEED OF TRUST is dated February 1, 2017, among 603-605 22<sup>nd</sup> STREET, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 609-607 22<sup>nd</sup> STREET, L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 611 22<sup>nd</sup> STREET, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 205 ASH AVENUE, L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 208 ASH AVE, A VIRGINIA LIMITED LIABILITY COMPANY, 111 A & B S. BOGGS AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 745 BRINSON ARCH, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, DOROTHY L. WOOD AND JAMES A. WOOD, TRUSTEES OF THE DOROTHY L. WOOD TRUST UNDER DECLARATION OF TRUST DATED JULY 13, 1994, AS AMENDED, 105 S. BUDDING AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 129 S. BUDDING AVE., L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 212 N. BUDDING AVE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 214 N. BUDDING AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 776 DELAURA LANE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 4200 DUTCH STREET, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, JAMES A. WOOD AND DOROTHY L. WOOD, TRUSTEES OF THE JAMES A. WOOD TRUST UNDER DECLARATION OF TRUST DATED JULY 13, 1994 AND AS AMENDED, 110 & 112 S. FIR AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 118 A & B N. FIR AVENUE, L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 122 A & B N. FIR AVENUE, L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 123A N. FIR AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 125 A & B N. FIR AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 130 N. FIR AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 200 A & B N. FIR AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 4856 HONEY GROVE ROAD, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 608 IRIS COURT, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 5920 MARGATE AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 201 N. PALM AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 215 N. PALM AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 133 S. PALM AVENUE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 3906 SEEMAN ROAD, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 1106 SNOW BIRD, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 3529 TERRAZZO TRAIL, L.C (erroneously referred to as 3529 TERRASSO TRAIL, L.C. in previous deed), A VIRGINIA LIMITED LIABILITY COMPANY, 119 A & B S. THALIA ROAD, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 121 S. THALIA ROAD, L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 128 A & B THALIA ROAD, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 232 THALIA TRACE, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, SHORE-URCHIN, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 1302 WESTMORELAND, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, 217 WHISPERING PINES, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY, INDEPENDENCE BLVD PROFESSIONAL CENTER, L.L.C., A VIRGINIA LIMITED LIABILITY COMPANY whose address is 208 Ash Avenue Suite 101, Virginia Beach, Virginia 23452 ("Grantor"); TowneBank,

REC'D  
FEB-2 2017  
TOWNEBANK

REC'D  
FEB-2 2017  
TOWNEBANK

DEED OF TRUST  
(Continued)

GRANTORS:

*Dorothy L. Wood*  
DOROTHY L. WOOD, TRUSTEE OF THE DOROTHY L. WOOD  
TRUST UNDER DECLARATION OF TRUST DATED JULY 13,  
1994 AND AS AMENDED

*James A. Wood*  
JAMES A. WOOD TRUSTEE OF THE DOROTHY L. WOOD  
TRUST UNDER DECLARATION OF TRUST DATED JULY 13,  
1994 AND AS AMENDED

TRUST ACKNOWLEDGMENT

STATE OF VIRGINIA

CITY OF VIRGINIA BEACH

)  
) SS  
)

On this 1st day of February, 20 17, before me, the undersigned  
Notary Public, personally appeared DOROTHY L. WOOD and JAMES A. WOOD, Trustees of THE  
DOROTHY L. WOOD TRUST UNDER DECLARATION OF TRUST DATED JULY 13, 1994, and known to  
me to be authorized Trustees of the trust that executed the Deed of Trust and acknowledged the Deed of  
Trust to be the free and voluntary act and deed of the trust, by authority set forth in the trust documents or, by  
authority of statute, for the uses and purposes therein mentioned, and on oath stated that they are authorized  
to execute this Deed of Trust and in fact executed the Deed of Trust on behalf of the trust.

By *Cathleen S. Simms*

Notary Public in and for Virginia

Residing in Virginia Beach

My commission expires 4/30/18

My registration number is 7031457

