



2021–2022 Preservation Trust Fund Public Access Grant Application

Visit vof.org/ptf for more info.

Submit questions and completed application to grants@vof.org.

Applications due by 11:59pm on Friday, August 20, 2021.

Note: This application and any materials provided may be shared with the public without any notice to applicant.

Application Assistance

VOF staff are available to assist at any time during the application process. Please contact the grant program manager at (434) 282-7054 or by email at grants@vof.org to discuss the PTF Program or potential ideas for a proposal. We can help determine a local VOF staff contact who may assist with developing your application, telling the story of the project, scheduling a site visit, or selecting support materials for submission.

Applicant Information

Organization

Contact person

Phone number

Email address

Mailing address

Type of applicant/ partner organization	Individual	Non-profit*	Local	State	Regional
	Tribal	VOF	Other		

**If you are a registered non-profit, provide documentation that you are registered and in good standing with the State Corporation Commission. The URL of the organization's SCC Business Entity Details page will suffice: <https://cis.scc.virginia.gov/EntitySearch/Index>*

To qualify for a PTF Public Access grant, the open-space land must be protected through a property interest conveyed to a locality or VOF. For more information on the appropriate property interest, please refer to the Application Guide. Select the type of project the application is for:

A locality acquiring a property interest under the Open Space Land Act.

Person/organization conveying to VOF a property interest under the Open Space Land Act.

Partner (required if applicant is a person or organization):

Please provide documentation of partner support. If requesting VOF as holder of real-estate interest, please contact VOF at grants@vof.org before submitting the application. VOF will review request and determine if they are best partner.

Project Information

Project name

This name will be used in public relations and grant documents should funding be awarded.

Project location (latitude/longitude required,* other location info such as street address or tax parcel ID optional)

Latitude

Longitude

Other

GIS shapefile of property available? Yes No Total acres to be protected

Grant funding request (min. request \$10,000; past grants have averaged \$100,000)

Would you like to be considered for any other VOF grant program if eligible? Yes No

*See application guide for directions on using Google Maps or contact grants@vof.org to ask for help getting lat/long coordinates.

Provide a brief (500 characters max) summary of this project in the space below.

Public Access Characteristics

Calendar

The project site will be open to the public daily (excluding nights/holidays).

The project site will be open to the public at least 75% of the year.

The project site will be open to the public 50-75% of the year.

The project site will be open to the public less than 50% of the year.

Additional information:

Area

100% of the project site will be open to the public.

At least 75% of the project site will be open to the public.

At least 50% of the project site will be open to the public.

Additional information:

Accessibility (select all that apply)

The project site is accessible by foot, bike, scooter, etc. (connected to sidewalk or an existing public park).

The project site is accessible by public transportation.

The project site has public parking.

Additional information:

Plan Alignment

Indiciate which of the following plan goals the project supports (select all that apply)

Local comprehensive plan or master plan Date of plan:

Page #

Copy and paste relevant plan excerpt below, or provide a URL if you have one:

Regional plan

Date of plan:

Page #

Copy and paste relevant plan excerpt below, or provide a URL if you have one:

Virginia Outdoors Plan

Date of plan:

Page #

Copy and paste relevant plan excerpt below, or provide a URL if you have one:

Use the space below to briefly describe any other plans that support this project, including relevant excerpts:

Questionnaire & Supplemental Material

For questions 1–18, please limit responses to the spaces provides. Up to 20 pages of supplemental material, 5 digital photos, and/or 5 minutes of digital video/audio may be submitted to support the project proposal. The purpose of the additional material should be to inform VOF about the unique qualities of the project and the community benefitting from the project. Please do not submit full versions of local, regional or statewide plans, organizational reports or tax documents. Anything, beyond 20 pages will not be considered. See application guide for additional information and examples of support material.

Supplemental material included?

Yes

No

Questionnaire begins on the next page

Project Description

1. Describe the property, including the existing conditions (size and composition of property, natural resource values, recreational, scenic, and cultural resources, and/or significant landscape features).

2. Describe the planned method of land protection for this project (i.e., how the PTF requirement for a conveyance of real estate interest to VOF or a locality will be met)

3. List the proposed goals and objectives of the project.

4. Is this project part of a larger movement (e.g. Have other projects of a similar nature happened near this one? Is this one of many that are ongoing in this area?)

5. How will this area be managed in the future? *NOTE FROM VOF: annex 4 was removed due to supplemental page limit

Community Description

6. Describe the community being served by this project. Describe the importance of this project to the community and address how this project will better serve the community.

7. Describe how the community has been involved in the development of this proposal and/or will be involved in the implementation of this project. Describe how community support is shown for this project.

*NOTE FROM VOF: annex 7,8,10 and 11 were removed due to supplemental page limit

8. How does this project address a specific need in the community or provide a unique service to the community?

*NOTE FROM VOF: annex 4 was removed due to supplemental page limit

9. List any partners or partnerships related to this project. These do not have to be groups that are financially invested in the project, just those that participate or help with any aspect of the project. Please briefly describe their involvement.

10. Provide any other information about this project that makes it unique/special. If the area has special significance to the community, please describe it here.

Schedule

11. Describe the timeline/plan of work for this project. Include who is expected to do the work and when. Work that has already been completed toward the project should be mentioned here.

*NOTE FROM VOF: annex 4 was removed due to supplemental page limit

Budget

12. Total cost of the project: \$

13. Total amount of funding in hand (other grants awarded, donations, in-kind services). Provide hours, rates, and values where possible.

14. Amount requested from PTF:

15: Amount requested from other funding sources:

16. Describe how funds will be budgeted for this project. If the scope of the project is larger than the PTF-PA request, include any additional funding from partners, grants, volunteer hours, or materials or services donated. Note which values are requested versus secured. Provide hours, rates, and values where possible.

17. Explain if the grant funding is a key component to getting the project started or completed.

18. Address how reduced funding would impact the scope of the project. Please address viability and scope at 75% and 50% of the requested funding.



*part of the last
working agricultural
space in the city*

living wetlands

mature trees

This unparalleled 56-acre parcel of land is the last of its kind here in Fredericksburg, VA

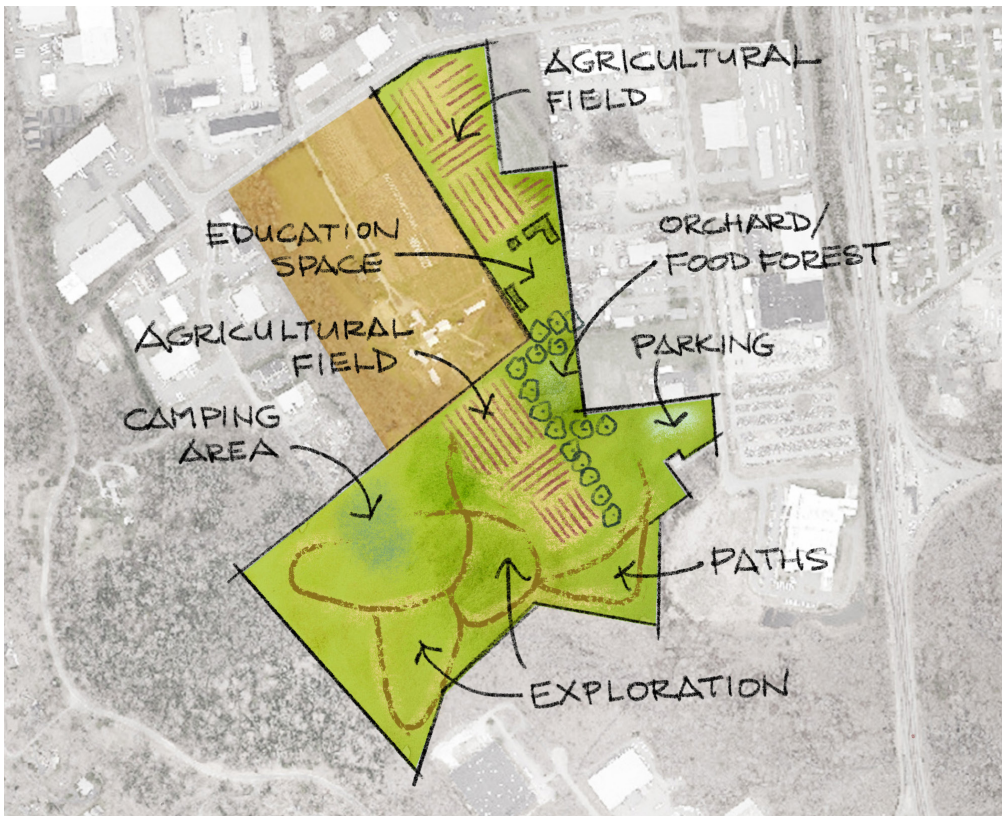
This is our vision for its future.



206 Charles Street, Fredericksburg, VA 22401 | 540.371.7315 | downtowngreens.org

The Future of Farming and Green Spaces in Fredericksburg

Downtown Greens is working to purchase and conserve a parcel of land in Fredericksburg, Virginia to extend its campus and programming capabilities.



The Perfect Fit

As an extension of what Downtown Greens has been doing for over 25 years, this project will protect and nurture urban greenspace, teach the community about sustainable and organic growing techniques and provide accessible open space.

Downtown Greens has brought the community together for more than 25 years. A second campus for the organization would mean conservation of one of the last agricultural spaces in the City of Fredericksburg.

Our team and partners are eager to take on the exciting opportunity to purchase and conserve this unique parcel of land in our community. It will not only expand our programming capabilities, but increase the number of people in our community who can enjoy accessible green space.

The unparalleled 56-acre parcel of land is the last of its kind here in Fredericksburg, Virginia. It contains living wetlands, mature trees, and nearly 20 acres of some of the last working agricultural space in the city.

We invite you to join us in the opportunity to:



Provide accessible greenspace in the City



Grow and inspire the next generation of farmers



Create outdoor education opportunities

The Vision



ACCESSIBLE GREEN SPACE

A continuation of the successful open-access garden and green spaces for all to enjoy with education and community mindedness at its core.



AGRICULTURAL TRAINING CENTER

A partnership with Michael Carter, Jr., an 11th generation Black farmer from Carter Farms in Orange, Virginia to teach the mechanics of 'hands in the dirt' farming, marketing, small engine repair, food safety training, irrigation and hydroponics, digital technologies and more. Let's open the next generation's eyes to the boundless profitability made possible by agricultural jobs.



NATURE BASED LEARNING

Partnerships with local schools will bring students to use the property as an outdoor classroom for wetlands research projects and connection with nature. Some partnering schools include: Gladys H. Oberle School, an alternative, special education day school in the area; Brompton Community School, a nature focused school; and the University of Mary Washington.





Accessible greenspace for the entire community

A host of studies have proven the health benefits of access to nature for all ages. As the pace of development in the City of Fredericksburg is hastening, open space is becoming more critical and the need to preserve it increasingly essential to the health of our community.

We want to conserve this parcel of land so that future generations can continue to discover unique components of nature. This is one of the last remaining parcels of open greenspace in Fredericksburg, Virginia, and also includes biologically diverse wetlands and active farmland.



Open space conservation

"As the premier river conservation organization in the City of Fredericksburg for over 35 years, Friends of the Rappahannock is keenly aware of the intimate link between open space preservation and water quality. In fact our 2018 river report card awarded the Middle Rappahannock a D+ grade for Land Use, due in part to a scarcity of open space conservation in the Fredericksburg area. Preserving this property would raise that grade and provide a rare opportunity for land conservation in a mostly built-out city."

—Adam Lynch, River Steward with Friends of the Rappahannock



Growing and inspiring the next generation of farmers

Our goal is to inspire, educate, and equip the next generation to enter the farming industry. Getting young people interested and excited to enter the agricultural field is not only essential for a healthy and equitable food system, it is essential for the health of our planet. New farmers need to be our front line environmentalists, using regenerative and sustainable practices to grow the nation's food supply.

Among minorities, the urgency of the need to train young farmers is even stronger, with the current average age of a white farmer in the United States being 59 years old, and the average age of a Black farmer being 63 (USDA's 2017 Agriculture Census). We want to be part of a growing national movement to provide resources to beginning farmers, including those of color, who are integral to the future of our nation's food security.

With the support of our partners and collaborators, we want to develop a **Training Center** to teach the next generation of farmers. The establishment of this center is in collaboration with Michael Carter, Jr., 11th generation Black farmer and owner of Carter Farms, a century farm in Orange, Virginia. The center will include demonstration gardens that will provide food to our community in need in addition to generating income through sales of "FXBG Grown" food to select farm-to-table restaurants and the new Fredericksburg Food Co-op.

The Training Center will focus on teaching youth the mechanics of 'hands in the dirt' farming as well as the critical components of managing a successful farm, including everything from marketing to small engine repair, writing to food safety training, irrigation and hydroponics to digital technologies. We want to bring the next generation into the agriculture field in ways that they might not have known were possible or profitable.

We hope the city school system will use this technical training center to provide additional options to high schoolers considering their future prospects. The Gladys H. Oberle School -- an alternative, special education day school in the area -- has already expressed interest in offering agricultural instruction through our Training Center to their students as a part of the school's career and technical education offerings.



Collaborator:
Michael Carter, Jr

Michael Carter Jr. is an 11th generation farmer in the United States and is the 5th generation to farm on Carter Farms, his family's century farm in Orange County, Virginia where he gives workshops on how to grow and market ethnic vegetables. With Virginia State University, he works in the capacity of the Small Farm Resource Center Coordinator for the Small Farm Outreach Program. Michael was recognized as a 2020 Audubon Naturalist Society Taking Nature Black Regional Environmental Champion, and the 2020 VSU Small Farm Outreach Agent of the year. Michael presently consults for numerous governments, organizations, and individuals throughout the region and nation on food access, food security/insecurity, market outreach, social and economic parity/equity/evaluation programs, racial understanding, immersion, history and cultural trainings, among other areas.



Providing nature-based education opportunities

Many schools and universities in the area lack easy access to outdoor classroom space. “Nature-Deficit disorder” is a term coined by Richard Louv in his book *Last Child in the Woods* and refers to the fact that youth are spending less time in nature, leading to higher rates of ADHD and obesity, higher stress levels, and more. Many studies prove that children not only learn better while taught outside, but tend to learn better once they return to the classroom after outdoor education sessions.

The biodiversity of the land that we plan to purchase is a unique asset to the city of Fredericksburg. This parcel contains an ideal mix of mature trees, wetlands and agricultural space that are local and easily accessible space for these schools to participate in outdoor learning.

The University of Mary Washington has expressed interest in a partnership that would give students access to the land for study. Dr. Keith E. Mellinger, Dean of the College of Arts and Sciences, describes the land as “well situated to serve the educational and research needs of the University.” He continues: “Our faculty often seek out local areas of representative biodiversity.” With nearly 20 acres of wetlands, the site can become a part of the curriculum for students, helping them connect global environmental concerns with the preservation of natural resources in their immediate community.

The Brompton Community School is located on land adjacent to the parcel and offers its students the benefits of spending much of their days outdoors. Offering their students access to the land would give them additional open space for experiential learning and increase the effectiveness and impact of the school’s programs.



The power of outdoor education

“In one study, fifth-grade students attended school regularly at a local prairie wetlands, where science, math, and writing were taught in an intimate, experiential way as students participated in onsite research. When compared to peers attending regular schools, those who’d attended school outside had significantly stronger reading and writing skills (as measured by standardized tests) and reported feeling more excited about school because of the experience. Students at the outdoor school who’d previously had low attendance rates ended up with higher attendance, too.”

—Ming Kuo, Ph.D.
Greater Good Magazine,
a publication of University
of California, Berkeley



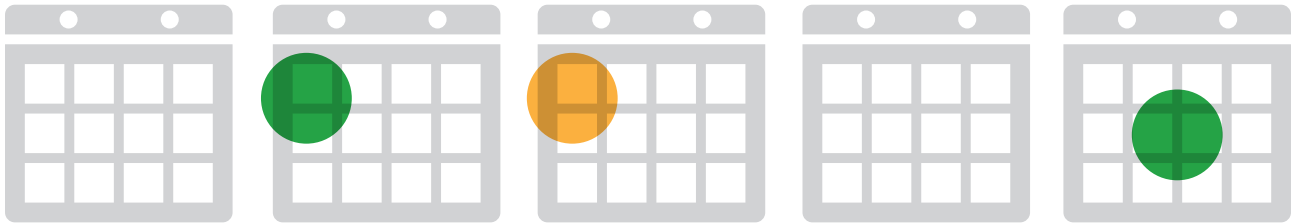
Partners and Supporters to date





Turning the Vision into a reality

TIMELINE



Phase I:

Acquisition

Fundraising, due diligence, purchasing, permitting

est. completion: Early 2022

Phase II:

Development

Land cultivation, partner planning, Training Center development

est. completion: Early 2023

Phase III:

Full-Scale Operation

Training Center accepting full time students, schools and universities utilizing the wetlands area regularly, members of the public visiting and enjoying nature.

est. completion: 2025

HOW YOU CAN HELP



Become an investor in the future of your community

We are looking for pledges to purchase the entirety of the property. Pledges are all tax deductible to the fullest extent of the law. We intend to close on the property by December 2021. Gifts of stock and bonds are also accepted and welcome.

To make your pledge call Sarah Perry, Executive Director at 540-429-6771 or sarah.perry@downtowngreens.org



Share the Vision

Let your friends and family know what an exciting opportunity this is for the City of Fredericksburg and how critical it is to the environment and health of the community to preserve open spaces. This is a community-wide effort for a community-wide benefit.



Experience in action: About Downtown Greens

Downtown Greens (DTG) is a nonprofit greenspace founded in 1995 in the heart of downtown Fredericksburg, Virginia. Our mission is *to foster community involvement and growth by protecting and nurturing urban greenspace through collaborative environmental stewardship and experiential education*. We have spent 25 years pursuing this mission by preserving natural space and providing impactful, environmentally-focused community programs, making us ideal stewards of this vital and unique piece of land.

Our established park-like space is located in the historically under-served Darbytown section of Fredericksburg, beside the Boys and Girls Club, Head Start, and two subsidized housing developments: Hazel Hill Apartments and Central Virginia Housing Coalition. The greenspace is accessible to the community sunrise to sunset, 365 days a year.

In addition to being a beautiful, organically-maintained urban oasis, DTG also provides important community programs. We offer garden-based education to over 325 preschool- to middle school- aged children in Planning District 16 annually through our Youth Farm Program, Youth Garden Club, and Garden Sprouts Program. During an ordinary school year, we serve over 250 preschool students from low-income households through our Garden Sprouts program. Nearly 90% of participants from our Youth Farm Program are from neighboring subsidized housing development Hazel Hill. We teach children about where food comes from and how they can grow it themselves through hands-on, garden-based lessons.

In response to COVID-19, we postponed our youth programs for 2020 and 2021. We established our Free Food Program, which includes a weekly Free Farm Stand that distributes fresh vegetables and herbs grown in our education garden, and 'Take What You Need' garden plot to address rising food insecurity amongst those we serve. We are in the process of adding a 24/7 free pantry to further increase the accessibility of fresh food in our neighborhood.

Downtown Greens' 25 years of experience in providing programming that maximizes the community impact of urban greenspace situates us perfectly to create a second campus on the proposed land.



**For more information
please reach out to us:**

Sarah Perry,
Executive Director

(540) 429-6771

sarah.perry
@downtowngreens.org

Downtown Greens office

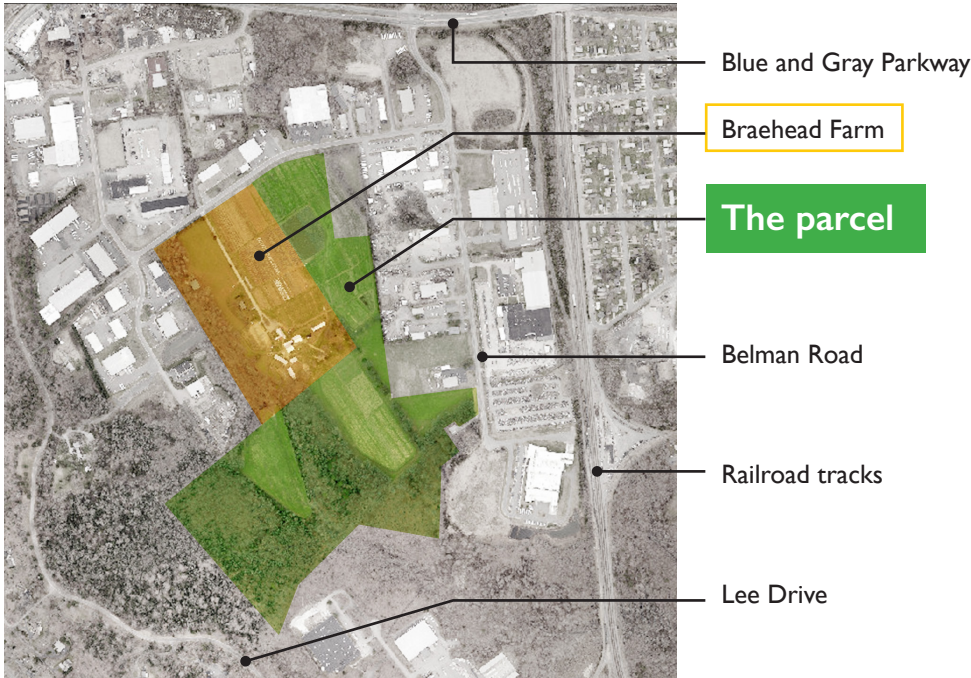
downtowngreens@gmail.com

(540) 371-7315

<http://www.downtowngreens.org/buffer>



Parcel Location in Fredericksburg, Virginia



Located in an industrial area in the City of Fredericksburg that just a generation ago was covered in farmland, this 56-acre parcel is adjacent to Braehead Farm.



Land acquisition Campaign Conditional Pledge Agreement

PLEDGE LEVELS

\$10,000 Coneflower \$25,000 Hydrangea \$50,000 Dogwood \$75,000 Oak

This Pledge Agreement (the "Agreement") is entered into as of _____, 2021, by and between _____ (the "Donor") and Downtown Greens, Inc. ("DTG").

Whereas, DTG is a 501(c)(3) nonprofit organization headquartered in Fredericksburg, Virginia;

Whereas, DTG aims to purchase and permanently protect an unparalleled 56-acre parcel of land that contains living wetlands, mature trees, and nearly 20 acres working agricultural space (the "Parcel") and:

Whereas, all funds pledged or provided to DTG on behalf of the Parcel will be utilized to purchase and protect the Parcel, including but not limited to the purchase of the property, due diligence, associated fees of purchase, associated planning fees, and conversion of the property for the community and public benefit.

NOW THEREFORE, in consideration of the terms and conditions set forth herein, the parties hereto agree as follows:

1. The Recitals set forth above are incorporated into and made a part of this Agreement.
2. The Donor pledges to contribute to DTG the sum of \$ _____ (the "Pledge") to the Campaign. Payment of the Pledge is conditioned upon Downtown Greens entering into a contract to purchase the Parcel by December 31, 2021.
3. The Donor recognizes and acknowledges that DTG will expend staff time and money in reliance on the Pledge, will rely on the Pledge to purchase the Parcel and is seeking pledges from other contributors, who will in turn also rely on the Pledge. The Pledge shall be binding upon the Donor's estate. Accordingly, the Donor hereby directs his/her legal representatives to carry out his/her obligations under this Agreement.
4. The Pledge will be collected upon written notification from DTG to the Donor that a binding agreement to purchase the Parcel has been executed. Payment of the Pledge shall be made by delivery of a check or wire transfer to DTG within thirty (30) days of such written notice. Should DTG fail to enter into a binding agreement to purchase the Parcel by December 31, 2021, the Donor shall be released from his or her obligations under this Agreement.
5. In the event DTG does not close on the purchase of the Parcel before June 30, 2022, DTG agrees to return the Pledge to the Donor, less any fees and costs incurred by DTG in attempting to close the transaction.

IN WITNESS WHEREOF the parties hereto have executed this Agreement on the day and year first above written.

DOWNTOWN GREENS

DONOR

Sarah Perry
Executive Director

Printed Name:



United States Department of the Interior

NATIONAL PARK SERVICE
Fredericksburg and Spotsylvania
National Military Park
120 Chatham Lane
Fredericksburg, Virginia 22405



IN REPLY REFER TO:
8.B (FRSP)

VIA EMAIL - NO HARD COPY TO FOLLOW

August 13, 2021

Ms. Sarah Perry, Executive Director
Downtown Greens
sarah.perry@downtowngreens.org
206 Charles Street
Fredericksburg, VA 22401

Dear Ms. Perry,

Thank you for sharing with us your plans for acquiring the 56-acre parcel adjacent to North Lee Drive, near Braehead, on the Fredericksburg Battlefield. While we leave it to others to judge the value of this project to the community at large, we can speak to its compatibility and effect on the National Military Park.

Physically, we could hardly conceive of an adjacent land use that is more compatible with park resources. The retention of forest along the park's boundary not only protects the inherent characteristics and values of the park but extends them. The project will produce little or no ambient noise or light. Uses of the property will be low impact. And the preservation of open space will have positive environmental effects. This and the project's programmatic emphasis on education and recreation are wholly consistent with the values of conservation and preservation inherent in the NPS mission.

It's also worth noting that the property in question has historical significance beyond its association with Braehead. On May 3, 1863, during the Second Battle of Fredericksburg, Federal troops crossed this land in their assault on nearby Telegraph Hill (today known as Lee's Hill). I attach for you a rather crude-but-informative sketch done by a witness that shows the passage of the battle lines near Braehead itself.

Please let me know if you have any questions. Best wishes with your project.

Sincerely,

Kirsten Talken-Spaulding

Enclosure: Braehead Lee's Hill image



Braehead and Lee's Hill, May 3, 1863. Second Fredericksburg



April 12, 2021

Emily Nelson White
Virginia Outdoors Foundation

Ms. White,

Friends of the Rappahannock (FOR) is pleased to offer our full support for Downtown Greens' application for funding through VOF's Preservation Trust Fund. This opportunity would be a major leap forward toward Downtown Greens and FOR's shared goal of improving awareness and protection of environmental resources.

As the premier river conservation organization in the City of Fredericksburg for over 35 years, FOR is keenly aware of the intimate link between open space preservation and water quality. In fact our 2018 river report card awarded the Middle Rappahannock a D+ grade for Land Use, due in part to a scarcity of open space conservation in the Fredericksburg area. Preserving this property would raise that grade and provide a rare opportunity for land conservation in a mostly built-out city.

Offering public educational access to this open space will help multiply FOR's outreach and education efforts as well. The presence of wetlands, sustainable farmland, and additional outdoor education opportunities create a natural "living classroom" which can serve as a space for partnership among local schools and universities.

Thank you for the opportunity to support Downtown Greens as they embark on this valuable endeavor.

Sincerely,

Adam Lynch
River Steward - Fredericksburg

**EXECUTIVE
COMMITTEE**

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Chair

Andrew Dolby
Vice Chair

Lee Pugh
Treasurer

Veronica Kelly
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Ben Raterman

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Daria Christian
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Bryan Hofmann
Deputy Director

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MIDDLE | 3219 fall hill avenue • fredericksburg, virginia • 22401 • 540.373.3448

TIDAL | post office box 1459 • tappahannock, virginia • 22560 • 804.443.3448

info@riverfriends.org • riverfriends.org

Bill Freehling
Director of Economic
Development and Tourism
City of Fredericksburg
bfreehling@fredericksburgva.gov



City of Fredericksburg
706 Caroline Street
Fredericksburg, VA 22401
Telephone: 540-372-1216
Fax: 540-372-6412

August 17, 2021

Sarah Perry
Executive Director, Downtown Greens
206 Charles Street
Fredericksburg, VA 22401

Dear Sarah,

I hope this letter finds you well. I am writing in support of Downtown Greens' efforts to purchase the 56-acre tract in the Battlefield Industrial Park from Technautics LLC. Your plans for a combination of farming, agricultural education, conservation, passive recreation and more would contribute to the diverse mix of uses in the industrial park. It would also preserve this open and natural space in the City of Fredericksburg for generations to come. Please keep me posted as to your plans and let me know if I can be of assistance.

Sincerely,

A handwritten signature in cursive script that reads 'Willi B. Freehling'.

Bill Freehling
Director, Economic Development and Tourism
City of Fredericksburg



Downtown Greens has a contract to buy 56 acres of open space near the city shop on Belman Road.

Phil Jenkins / The Free Lance–Star

[AdeleUphaus](#)

Downtown Greens, a nonprofit providing community green space in Fredericksburg, has entered into a contract to purchase a 56-acre parcel in the city’s Industrial Park for \$2.25 million.

The land was at one time part of Braehead Farm—the last working farm located in the city—and encompasses living wetlands, agricultural working space and mature trees.

“We just got under contract for a 56-acre open space in the city,” said Downtown Greens Executive Director Sarah Perry. “Just saying that out

loud took me aback. What city has that to spare at this point, in our developing times?”

The contract between Downtown Greens and Technautics LLC gives Downtown Greens until Nov. 1 to raise \$750,000 to cover the down payment on the purchase, Perry said. Until then, the organization can pull out of the contract with no penalty.

Perry said \$170,000 has already been raised towards that total.

“We’re hoping to be able to meet our goal and then meet a similarly aggressive goal for the second [part] of the payment in 2022,” she said.

Founded in 1995, Downtown Greens operates two urban garden areas in the city that it uses to promote sustainable gardening methods and offers a garden club for children. Perry said the purchase will allow Downtown Greens to protect the property from development and continue the nonprofit’s mission of providing the community with accessible green spaces and expand into new areas—particularly education and research.

Partnering with Michael Carter, an 11th-generation Black farmer from Orange County, the organization plans to establish an Agricultural Training Center with the goal of inspiring younger generations to go into farming.

“The average age of a farmer in this country is 60, and that’s a problem for our food,” Perry said.

The training center would teach “hands in the dirt” farming, marketing, small engine repair, food safety training, irrigation and hydroponics, digital technologies and more to those in the 15- to 25-year-old age range.

Downtown Greens also plans to partner with local public and private schools and the University of Mary Washington to offer nature-based learning and research opportunities on the property.

The organization will hold the first of two information sessions about plans for the expansion on Aug. 20 at the Fredericksburg Food Co-op from 5–8 p.m. A second session will be held from 5–8 p.m. Aug. 26 at 25 30 Espresso, with all proceeds from the purchase that evening of a specialty Downtown Greens cocktail going towards the land acquisition.

More information about expansion plans and a link to support the project are at downtowngreens.org/buffer.html#.

Adele Uphaus–Conner:

540/735-1973

auphaus@freelancestar.com

@flsadele

CONTRACT OF SALE

City of Fredericksburg, Virginia

THIS CONTRACT OF SALE (this "**Contract**") is entered into as of the 3rd day of August 2021, by and between **TECHNAUTICS, LLC**, a Virginia limited liability company ("**Seller**"), and **DOWNTOWN GREENS, INC.**, a Virginia corporation, or its assignee ("**Buyer**").

RECITALS:

R-1. Seller is the owner of certain unimproved real estate consisting of approximately 56.1742 acres of land, and known as GPIN # 7778-97-6600, being located within the Battlefield Industrial Park City of Fredericksburg, Virginia, and further generally described on that certain plat dated April 20, 2021, prepared by Welford Engineering, titled "Plat Showing Subdivision of GPIN #778-97-6600 City of Fredericksburg, Virginia", as recorded in the land records of the Clerk's Office of the City of Fredericksburg, Virginia, by Instrument No. 202102113, marked under this Contract as **EXHIBIT A**, which is attached hereto, and together with all rights, easements and appurtenances pertaining thereto (collectively the "**Property**").

R-2. Seller desires to sell and Buyer desires to purchase, upon the terms and conditions hereinafter set forth, the Property all in accordance with the terms and conditions provided below.

NOW, THEREFORE, in consideration of the mutual covenants of Seller and Buyer and for other good and valuable consideration, the receipt and sufficiency of which the parties hereby acknowledge, Seller and Buyer hereby agree as follows:

1. Agreement to Sell and Purchase. Buyer agrees to buy from Seller and Seller agrees to sell and convey to Buyer, in fee simple absolute, under the terms and conditions hereinafter set forth, the Property.

2. Deposit.

A. Posting of Deposit. Not later than five (5) business days after the Effective Date (as defined below in the last paragraph of this Contract), Buyer shall deliver to the Title Professionals, Attn: Mark Steele, located at 1015 Prince Edward Street, Fredericksburg, VA 22401, (540) 310-4804, mark@thetitleprofessionals.com as Escrow Agent ("**Escrow Agent**"), in immediately available funds, a deposit in the amount of Fifty Thousand No/100 Dollars (\$50,000.00) (the "**Deposit**"). The Deposit shall be held by Escrow Agent in a federally insured account acceptable to Buyer and Seller and disbursed in accordance with the provisions of this Contract.

B. Termination. If, prior to the end of the Feasibility Study Period, Buyer, in its sole discretion as described below under Section 4, elects to terminate the Agreement by written notice described therein, Escrow Agent shall promptly return the Deposit to the Buyer and neither party shall have any further obligation to the other party, except as provided herein.

IN WITNESS WHEREOF, the parties hereto have signed, sealed and delivered these presents as their own free act and deed, intending that this Contract be effective as of the later of the dates set forth beneath the signatures of the parties below (the "Effective Date").

WITNESS/ATTEST:

SELLER:

TECHNAUTICS, LLC, organized in Delaware &
a Virginia limited liability company

By: Jai Gupta
Print Name: JAI N GUPTA, Manager
Date: 8/3/21

BUYER:

DOWNTOWN GREENS, INC.
a Virginia corporation

By: Bradley R. Smith
Print Name: BRADLEY R. SMITH
Title: PRESIDENT OF BOARD OF DIRECTORS
Date: 3 AUGUST 2021

IN WITNESS WHEREOF, the parties hereto have set their hands and seals as of the date herein before written.

SELLER:

TECHNAUTICS, LLC, a Virginia limited liability company

By: Jain Gupta
Name: JAIN GUPTA, Manager
Date: 8/3/21

BUYER:

DOWNTOWN GREENS, INC.
a Virginia corporation

By: Bradley R Smith
Name: BRADLEY R SMITH
Title: PRESIDENT OF BOARD OF DIRECTORS
Date: 3 AUGUST 2021

ESCROW AGENT:

THE TITLE PROFESSIONALS, LLC

By: _____
Mark Steele, Manager

Date: _____