



HIRSCHLER FLEISCHER

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

HAND DELIVERED

July 19, 2013

Mr. Quintin Elliott
District Administrator
Virginia Department of Transportation ("VDOT")
87 Deacon Road
Fredericksburg, Virginia 22405

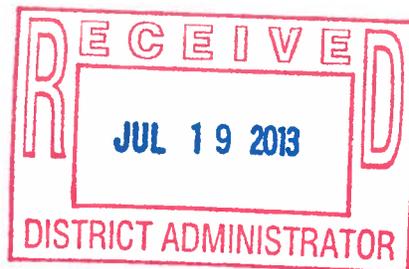
Re: Dominion Raceway Holdings
Commercial Entrance Permit
State Road FR 164
Spotsylvania County, Virginia

Charles W. Payne, Jr. • Fredericksburg Office
(540) 604-2108 • cpayne@hf-law.com

The Edgeworth Building
2100 East Cary Street
Richmond, VA 23223-7078
Telephone: 804-771-9500
Fax: 804-644-0957

Fredericksburg Office:
725 Jackson Street, Suite 200
Fredericksburg, VA 22401-5720
Telephone: 540-604-2100
Fax: 540-604-2101
www.hf-law.com

Mailing Address:
Post Office Box 500
Richmond, VA 23218-0500



Dear Mr. Elliott,

I hope this finds you well. This firm and the undersigned represent Dominion Raceway Holdings, LLC ("Applicant"), which on May 28, 2013, obtained rezoning (C-3) and special use permit land use approvals from the Spotsylvania County, Virginia, Board of Supervisors ("County") for purposes of operating a raceway and entertainment commercial facility on Tax Map Numbers 63-5-A, 63-A-B and 63-A-D (collectively the "Property"). The Property is currently accessed from the site across that certain eighty foot (80') wide private easement that burdens Tax Map Numbers 63-A-62 and 63-A-63, to State Road FR 164 (aka "Service Road J") then to the intersection of FR 164 and Mudd Tavern Road (Rt. 606).

State Road FR 164 is identified by VDOT's functional classification maps as a local road, which is governed by Virginia Administrative Code § 24 VAC 30-73-10, et seq. For the specific purposes of governing the designs of commercial entrances and intersections of local roads, § 24 VAC 30-73-120 of the Virginia Administrative Code requires that an applicant comply with Appendix F of VDOT's Access Management Design Standards.

Until recently, the Applicant anticipated that its proposed entrance (Dominion Raceway Avenue) would be a privately-maintained access road extending from Route 606 north generally along the alignment of FR 164, which was contemplated to be abandoned by VDOT. This configuration would have required approval of an Access Management Exception (AM-2) by VDOT due to the proximity of the proposed Route 606/Dominion Raceway Avenue intersection with the I-95/Route 606 interchange to the west.



After extensive evaluation of this matter, the Applicant believes it is more feasible to allow FR 164 to remain within state right-of-way, and further the Applicant will facilitate the supplemental right-of-way along FR 164 as follows:

- We are working with the owner of T.M. 63-A-62 for purposes of providing dedicated right-of-way along the west side of FR 164 to accommodate the full-width of Dominion Raceway Avenue; and
- We are working with the owner of T.M. 63-5-E for purposes of providing an ingress-egress easement connecting to FR 164 to allow for state vehicles to turn around and reverse direction at the end of FR 164.

As proposed above, the first commercial entrance contemplated by the Applicant would thus be along the privately-maintained portion of Dominion Raceway Avenue approximately 50' beyond the end of FR 164 and approximately 300' from the edge of the westbound Route 606 travelway, all as shown on the Applicant's recent (first) site plan submittal to Spotsylvania County. In this regard and for relevant purposes herein expressed, the minimum distance between the first commercial entrance and Route 606 is dictated by the VDOT corner clearance requirement in Appendix F, which is satisfied.

In conclusion and based on the above, we are of the opinion that an AM-2 request is no longer required as access from the Property will be through a connection to an existing state-maintained local road (more specifically FR 164), which already accesses Rt. 606.

Please feel free to contact me with any questions and/or comments. We thank you in advance for your time and attention to this matter.

Respectfully submitted,

Charles W. Payne, Jr.

cc: Dominion Raceway Holdings, LLC