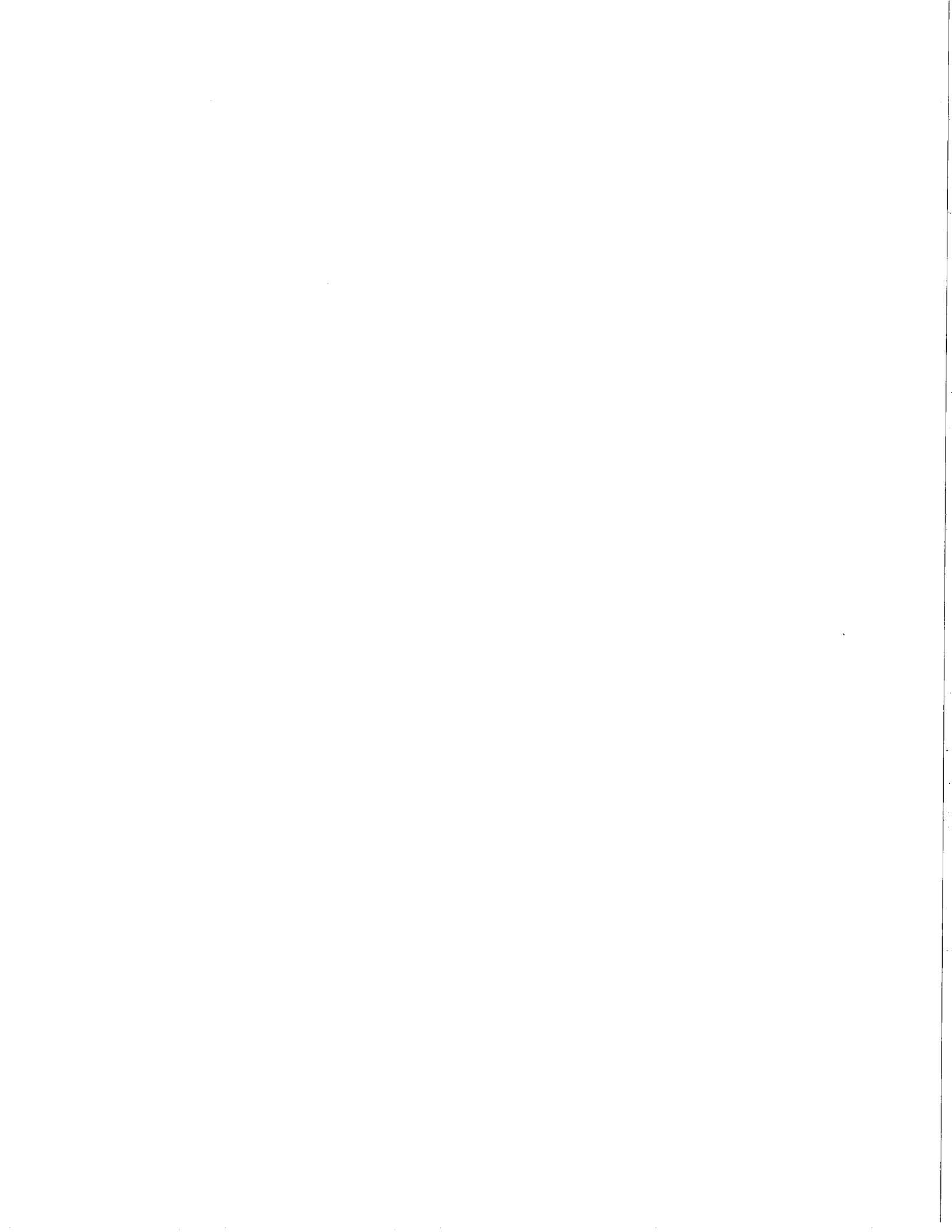


Attachment B

*Required Certifications
and
Statements*



DISCLOSURE AGREEMENT/CERTIFICATION FORM

This completed form must accompany all proposals submitted under the provisions of the Public-Private Transportation Act (PPTA). If omitted, the proposal will not be processed until the responsible public entity receives a completed form. A copy of this form will be included in the permanent file maintained by the Department for all proposals.

Freedom of Information Act:

I (we) certify that I (am) we (are) familiar with the statute that deals with the release of information submitted under the Freedom of Information Act (§ 2.2-3700 et seq.) as it relates to PPTA proposals, and will not hold the Commonwealth, any of its political subdivisions, agencies, or employees liable for the disclosure of all or part of a PPTA proposal. I (we) understand that if a FOIA request is made for confidential records in a proposal:

- Public entity will contact the proposer to allow a claim for exemption to be made pursuant to the Code of Virginia;
- Public entity will determine whether the exemption has been properly claimed; and
- Public entity will attempt to provide advance notice to the proposer if the requested records are disclosed.¹

Communication:

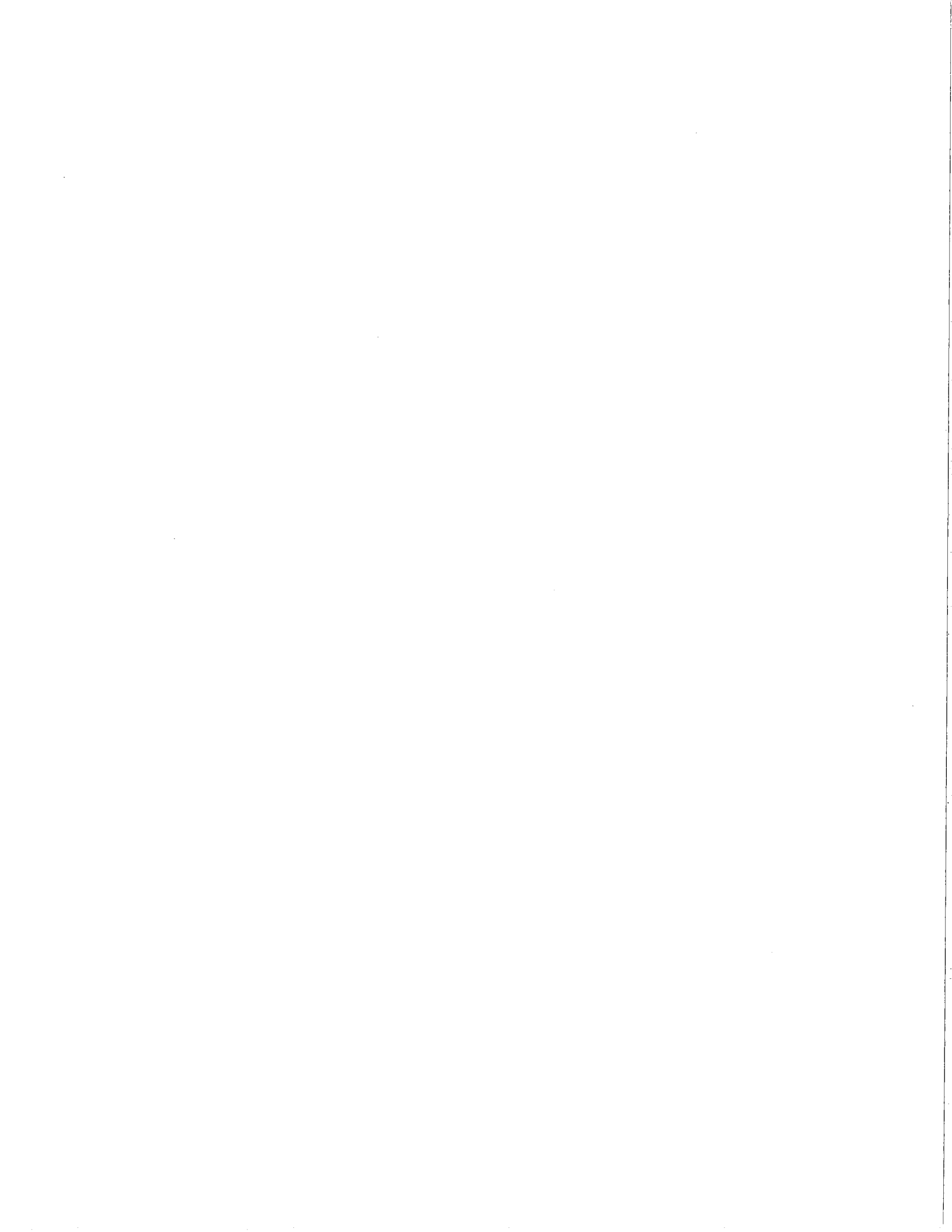
I (we) agree to limit all communications within the Executive Branch, including advocacy efforts, to the individuals or entities designated in these guidelines and/or any solicitation documents. The goal of this condition is to ensure the integrity of the development, evaluation and negotiation process.

Debt Issues:

This proposal does does not require the creation of state-supported debt.

- If the proposal does require state-supported debt, I (we) understand that procedures established by the General Assembly, Governor, Department of the Treasury, and the Department of Planning and Budget must be followed.

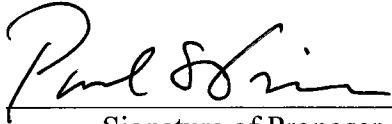
¹ Prior to submission of a proposal, proposers may make written request to the Department for a meeting to identify and justify status of proposed confidential documents; make an oral presentation to Department; and follow similar procedure with affected local jurisdictions to determine if FOIA exemptions apply. The public entity will notify the proposer of the decision.



Environmental Requirements: I (we) understand that the proposal must comply with all applicable state and/or federal laws and regulations concerning the environment, and agree to follow any procedures to implement them.

Oral Presentations (at option of the Department):

I (we) understand that one or more oral presentations to explain details of the project may be required.



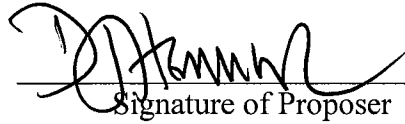
Signature of Proposer

President

Title

CenterPoint Properties Trust

Company/Consortium



Signature of Proposer

General Counsel

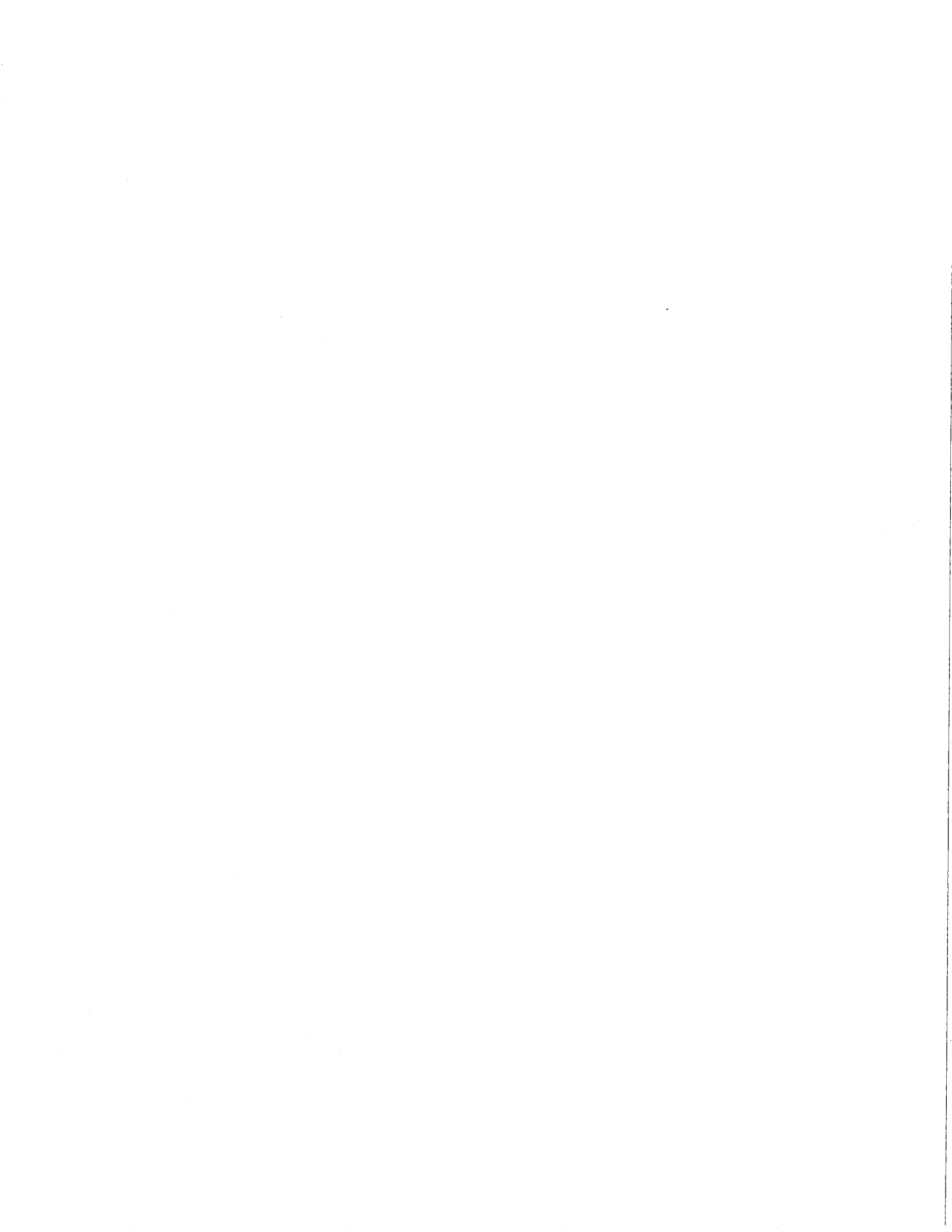
Title

CenterPoint Properties Trust

Company/Consortium

Received by: _____
Name and Title Date

Proposal Identification Number: _____



**Certification Regarding Debarment
Pursuant to Section 6.1(1) of the PPTA Implementation Guidelines**


Project: Concession for the Virginia Port Authority Existing Facilities
& Development of the Craney Island Marine Terminal

After being duly sworn, the undersigned does hereby certify, to the best of our knowledge and belief, that CenterPoint Properties Trust ("CenterPoint") and its principals:

1. Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal, state or local government entity, department or agency.
2. Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; and have not been convicted of any violations of federal or state antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification, or destruction of records, making false statements, or receiving stolen property;
3. Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in paragraph 1.b of this certification; and
4. Have not within a three-year period preceding this Proposal had one or more public transactions (federal, state or local) terminated for cause or default.

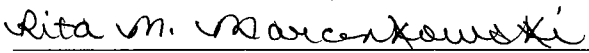
The undersigned submits the foregoing certified statements to be filed with the Proposal submitted on behalf of CenterPoint for a comprehensive agreement and other contracts to be let by the Virginia Port Authority under the Virginia Public-Private Transportation Act of 1995, as amended, in respect of the Project.

CENTERPOINT PROPERTIES TRUST

By: 
Name: Paul S. Fisher
Title: President

COMMONWEALTH OF VIRGINIA
AT LARGE, to-wit:

The foregoing instrument was acknowledged before me in the City/County of DuPage, ~~Illinois~~ Virginia, this 11th day of March, 2009, by Rita M. Marcinkowski of CenterPoint Properties Trust, on its behalf. He/She is personally known to me or has produced _____ as identification.


Notary Public

My commission expires: 8/12/10



THE UNIVERSITY OF
MICHIGAN LIBRARY
SERIALS ACQUISITION
300 N ZEEB RD
ANN ARBOR MI 48106-1500

Qualification Statement
Pursuant to Section 6.1(2)(2) of the PPTA Implementation Guidelines

Project: Concession for the Virginia Port Authority Existing Facilities
& Development of the Craney Island Marine Terminal

After being duly sworn, the undersigned hereby certifies, to the best of our knowledge and belief, on behalf of CenterPoint Properties Trust ("CenterPoint") and its principals, as follows:

1. All information regarding the technical qualifications, capabilities, firm resources and business integrity of CenterPoint and its principals (including but not limited to bonding capacities, insurance coverage and firm equipment) described in CenterPoint's Phase I Conceptual Proposal (the "Proposal") submitted to the Virginia Port Authority under the Public-Private Transportation Act of 1995, as amended (the "PPTA") in respect of the Project are true and accurate.
2. CenterPoint and its affiliates manage an industrial portfolio of more than 40 million square feet. CenterPoint's properties are leased to numerous individual tenants. In addition, CenterPoint completes in excess of \$1 billion in new real estate transactions annually. Accordingly, it is not practical to conduct an exhaustive search of all of CenterPoint's files in order to identify all legal matters, regardless of materiality, involving CenterPoint's holdings. However, CenterPoint has conducted due diligence to determine if there are any of the matters described below that, individually or in combination with others, would be material to the assets, liabilities, operations, results, prospects, reputation or corporate responsibility of CenterPoint ("Material Items"). For the past three years, CenterPoint and its principals have not incurred, suffered or committed any of the following conduct that would constitute a Material Item:
 - (a) bankruptcy filings,
 - (b) liquidated damages,
 - (c) fines, assessments or penalties,
 - (d) judgments or awards in contract disputes,
 - (e) contract defaults or contract terminations,
 - (f) license revocations, suspensions or other disciplinary actions,
 - (g) current or prior debarments or suspensions by governmental entities,
 - (h) denials of prequalification or findings of non-responsibility,
 - (i) [not applicable,]
 - (j) violation of any federal, state or local criminal or civil law,
 - (k) criminal indictments or investigations, or
 - (l) legal claims filed by or against CenterPoint.
3. In that CenterPoint does not perform the construction work on its properties, CenterPoint has no performance data for the past five years related to the following criteria:
 - Numeric "experience modification rating" and the issuing insurance company;



- "Recordable Incidence Rates";
- "Lost Time Incidence Rates";
- OSHA 200 Summary and OSHA 300A Forms; and
- OSHA violations dates and disposition.

The undersigned hereby submits the foregoing certified statements to be filed with the Proposal submitted on behalf of CenterPoint for a comprehensive agreement and other contracts to be let by the Virginia Port Authority under the PPTA in respect of the Project.

CENTERPOINT PROPERTIES TRUST

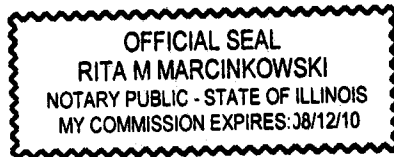
By: *Paul S. Fisher*
 Name: Paul S. Fisher
 Title: President

COMMONWEALTH OF VIRGINIA
 AT LARGE, to-wit:

The foregoing instrument was acknowledged before me in the City/County of DuPage, ~~Virginia~~ ^{Illinois}, this 17th day of March, 2009, by Rita M. Marcinkowski of CenterPoint Properties Trust, on its behalf. He/She is personally known to me or has produced _____ as identification.

Rita M. Marcinkowski
 Notary Public

My commission expires: 8/12/10



STATE OF TEXAS
COUNTY OF [illegible]
[illegible]
[illegible]