

EXHIBIT B-1

PROJECT DESCRIPTION AND SCOPE DOCUMENTATION

The I-95/395 HOV/HOT Lanes Project means the development, design, financing, construction, operation, maintenance and tolling of the Project Assets, all as more particularly described in the Technical Requirements, which consists of:

1. Expanding the current HOV Lanes facility from two lanes to three lanes between Prince William Parkway and approximately 2 miles north of Capital Beltway (near Turkeycock Run) and maintaining the existing two lanes from Prince William Parkway to south of the Town of Dumfries.

2. Extending the HOV Lane facility approximately 9 miles south by constructing two new lanes from Dumfries Road to Garrisonville Road (VA 610) in Stafford County.

3. Converting the HOV Lanes and ramps between 2 miles north of Capital Beltway (near Turkeycock Run) and Garrisonville Road into HOV/High Occupancy Toll Lanes (“HOT Lanes”).

4. Conversion of the Springfield Interchange Phase VIII HOV connector ramps from I-95 and I-395 to and from the Capital Beltway into HOT ramps; and the Phase VIII HOV-only through lanes on the Capital Beltway through the Springfield Interchange will be converted into HOT Lanes.

5. Adding new entry/exit points into and out of the HOT Lanes, as listed below in the access point table. All existing entry/exit points between 2 miles north of Capital Beltway (including Turkeycock Run SB HOV ramp) and south of Dumfries Road will be converted to HOT Lanes unless modified as identified below.

6. Operation and maintenance of the Project Assets, including the STE, following the Southbound Opening Date, with respect to the southbound portion of the STE, and following the STE Final Acceptance Date, with respect to the northbound portion of the STE. For the avoidance of doubt, the Department shall be responsible for the design, development and construction of the STE pursuant to the provisions of the First Amendment. The STE will extend the existing HOT lanes approximately 2.2 miles to milepost 142.5. The STE includes the creation of new northbound and southbound access points between the HOT Lanes and the GP Lanes.

7. Design, development and construction of the 395 Project. The 395 Project means (i) the 395 Express Lanes Northern Extension, (ii) the DEW Component, (iii) the Seminary Road Soundwall Component, (iv) the Pentagon Improvements, (v) the GP Bridges Component and (vi) the Eads Street Component.

8. The I-395 Express Lanes Northern Extension will convert the two existing I-395 HOV lanes to HOT Lanes from Turkeycock Run to the Washington, D.C. line for a distance of approximately eight miles, and add one additional HOT lane within the current footprint of the reversible HOV lanes from Turkeycock Run to 0.5 miles south of Eads Street. The I-395 Express Lanes Northern Extension will also include improvements to the existing HOV Lanes from 0.5

miles south of Eads Street to the Washington, D.C. line. No new HOT ramps will be built and the existing HOV access ramps will be converted to HOT ramps, except for the south facing ramp at Seminary Road.

9. Design, development and construction of the Fred Ex Project. The Fred Ex Project will build new HOT Lanes in the median of the existing I-95 Corridor from the current southern terminus of the STE to Route 17 in Stafford County, milepost 133, for a distance of approximately ten miles.

10. Design, development and construction of the Opitz Boulevard Ramp Project. The Opitz Boulevard Ramp Project means the design, construction, financing, operation, and maintenance of the Opitz Boulevard Ramp HOT Lanes.

11. Design, development and construction of the Seminary Road Ramp Project. The Seminary Road Ramp Project means the design, construction, financing, operation, and maintenance of the Seminary Road Ramp HOT Lanes.

12. After completion of the 395 Project, STE and Fred Ex Project, the project limits of the HOT Lanes will be from Washington D.C. line to Route 17 in Stafford County, milepost 133, including the Phase VIII HOV-only lanes and HOV connector ramps through the Springfield Interchange (hereinafter referred to as the “Toll Facility”).

No.	Route	Connection Location:	Northbound Connections	Southbound Connections	Type of Modification
1	I - 395	Between VA 648 (Edsall Road) and Turkeycock Run	NB HOV/HOT Lanes to NB GP Lanes	N/A	New
2	I - 95	VA 7100 (Fairfax County Parkway)	NB HOV/HOT Lanes to Fairfax County Parkway (Alban Rd.)	Fairfax County Parkway (Alban Rd.) to SB HOV/HOT Lanes	New
3	I - 95	Between VA 7100 (Fairfax County Pkwy) and VA 638 (Pohick Road)	N/A	SB HOV/HOT Lanes to SB GP Lanes	Deleted (to accommodate No. 2 above)
4	I - 95	Between VA 642 (Lorton Road) and Rt. 1	N/A	SB GP to SB HOV/HOT Lanes	New
5	I - 95	Between VA 123, VA 3000 (Prince William Parkway) and Opitz Blvd	NB HOV/HOT Lanes to NB general purpose lanes	N/A	New

No.	Route	Connection Location:	Northbound Connections	Southbound Connections	Type of Modification
6	I - 95	Between Opitz and Dale Blvd	N/A	SB GP to SB HOV/HOT Lanes	Deleted (to accommodate No. 17 below)
7	I - 95	Between US 234 (Dumfries Road) and VA 619 (Joplin Road)	N/A	SB HOV/HOT Lanes to SB general purpose lanes	Expanded – replace slip ramp with flyover
8	I - 95	Between VA 619 (Joplin Road) and VA 610 (Garrisonville Road)	NB general purpose lanes to NB HOV/HOT lanes	SB HOV/HOT Lanes to SB general purpose lanes	New
9	I - 95	Between VA 630 (Courthouse Road) and VA 610 (Garrisonville Road)	NB general purpose lanes to NB HOV/HOT lanes	SB HOV/HOT Lanes to SB general purpose lanes	New
10	I - 395	Seminary Road	South facing Ramp to Seminary Road	South facing Ramp to Seminary Road	Conversion from HOV3+ to HOT
11	I - 395	Eads Street	Eads Street to NB HOV/HOT Lanes	SB HOV/HOT Lanes to Eads Street	Modified ramps to be Reversible
12	I - 395	Between Eads Street and Washington Blvd	N/A	SB HOV/HOT Lanes to SB GP lanes	Deleted (to accommodate No. 11 above)
13	I-95	Between Route 637 (Telegraph Road) and Russell Road	Flyover from NB general purpose lanes to NB HOV/HOT lanes	Flyover from SB HOV/HOT Lanes to SB general purpose lanes	New
14	I-95	Route 630 (Courthouse Road)	Direct connect south facing ramp to Courthouse Road	Direct connect south facing ramp from Courthouse Road	New

No.	Route	Connection Location:	Northbound Connections	Southbound Connections	Type of Modification
15	I-95	Between VA Route 652 (Truslow Road) and VA Route 17 (Warrenton Road)	Flyover from NB general purpose lanes and future NB collector-distributor lanes to NB HOV/HOT lanes	Flyover from SB HOV/HOT Lanes to SB collector-distributor lanes	New
16	I-95	Route 17 (Warrenton Road)	At-grade slip ramp from NB general purpose lanes to NB HOV/HOT lanes	At-grade slip ramp from SB HOV/HOT Lanes to SB general purpose lanes	New
17	I-95	Route 2000 (Opitz Boulevard)	South facing ramp to Opitz Boulevard	South facing ramp to Opitz Boulevard	New
18	I-95	Between Dale Blvd and Cardinal Drive	N/A	SB GP to SB HOV/HOT Lanes	New (replaces No. 6 above)

The Project will also include (i) the tolling, operation and maintenance, and repair of the Project Assets in accordance with the Agreement, (ii) all other improvements constructed pursuant to the Agreement, as amended from time to time, and (iii) enhancements to the HOT Lanes to facilitate the operation of the Project Assets as intended in the Agreement.

The Project also includes use of the Express Operations Center constructed by Capital Beltway Express, LLC (“CBE”) as concessionaire for the Capital Beltway HOT Lanes in Virginia Project, as well as use of the TTMS and certain other equipment installed by CBE at the Express Operations Center. Such Project Assets as well as new TTMS and other equipment to be installed as part of the Project will be shared with CBE as provided in the Shared Facilities Agreement.

Following the 395 Early Final Completion Date or the 395 Final Completion Date, as applicable, the 395 Department Assets will be turned over to the Department and shall be maintained by the Department.