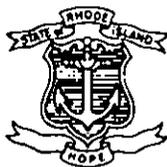


Filing and License Fee: \$310.00 minimum

ID Number: 134462



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State Matthew A. Brown
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

RECEIVED
CORPORATIONS DIVISION
AUG 29 2003

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1 The name of the corporation is Wal-Mart Realty Company *(see Wilson 9/14/05 documents attached)*

2 It is incorporated under the laws of Arkansas

3. The name, if different, which it elects to use in Rhode Island is:
(a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*

(b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:*

4. The date of its incorporation is January 16, 1978 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 702 SW 8th Street, Bentonville, AR 72716-0555

6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900
(Street Address, not P.O. Box)

Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)

that address is Corporation Service Company
(Name of Agent)

7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:
See attached purpose clause.

8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>See attached officers</u>	
Director		
President		
Vice President		
Treasurer		
Secretary		

FILED
AUG 29 2003
By AKC 44580

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
10,000		common	1.00

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
300		common	1.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 205,676,636.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 56,984,551.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 8/12/03

Walmart Realty Company
 Print Exact Name of Corporation Making Application
 By [Signature]
 President or Vice President (check one)
 By Anthony D. George
 Secretary or Assistant Secretary (check one)

STATE OF Arkansas
 COUNTY OF Benton

In Bentonville, AR, on this _____ day of _____, 2003, before me personally appeared Allison D. Garrett and Anthony George who, being duly sworn, declared that he/she is the Vice Pres and Asst Sec, respectively of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

JON MICHAEL BRADSHAW
 NOTARY PUBLIC-STATE OF ARKANSAS
 BENTON COUNTY
 My Commission Expires 5-30-2013

[Signature]
 Notary Public
 My Commission Expires: 5-30-2013

Purpose Clause of Wal-Mart Realty Company

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business including, but not limited to, various management, employment and business services related to real estate activities.

EXHIBIT A

**OFFICER LIST
WAL-MART REALTY CO.**

THE ADDRESS FOR ALL THE OFFICERS AND DIRECTORS IS: 702 S.W. 8TH ST. BENTONVILLE, AR 72716

Paul R. Carter	President and Sole Director
Robert K. Rhoads	Senior Vice President and Secretary
James A. Walker, Jr.	Senior Vice President and Controller
Jay Fitzsimmons	Senior Vice President and Treasurer
Eric Zorn	Senior Vice President
<i>Thomas M. Schoewe</i>	<i>Executive Vice President</i>
David Bullington	Vice President
Anthony Fuller	Vice President
Allison Garrett	Vice President & Assistant Secretary
Jed A. Harrison	Assistant Vice President
Angie Beehler	Assistant Secretary
Anthony D. George	Assistant Secretary
Martin G. Gilbert, Jr.	Assistant Secretary
Christopher Glass	Assistant Secretary
Scott Greear	Assistant Secretary
Jim Harris	Assistant Secretary
Frank Hysell	Assistant Secretary
Mike Kersting	Assistant Secretary
Carl Muller	Assistant Secretary
Carl Ownby	Assistant Secretary
Kim Saylor	Assistant Secretary
Kathy Tobey	Assistant Secretary
John Thompson	Assistant Secretary

Latnece Watkins

Assistant Secretary

Elizabeth Branigan

Assistant Treasurer

Michael A. Cook

Assistant Treasurer

WAL-MART[®]
LEGAL DEPARTMENT

CORPORATE DIVISION

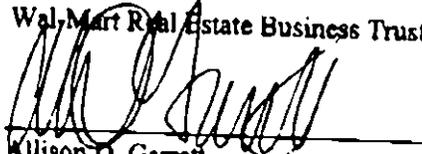
CORPORATE OFFICES LEGAL DEPARTMENT
702 SW 8th Street
Beatonville, Arkansas 72716-0215
(479) 273-4505

CONSENT TO USE OF NAME

Wal-Mart Real Estate Business Trust, a trust organized under the laws of the State of Delaware, does hereby consent to the use of the name "Wal-Mart Realty Company" by its affiliate Wal-Mart Realty Company in the State of Rhode Island.

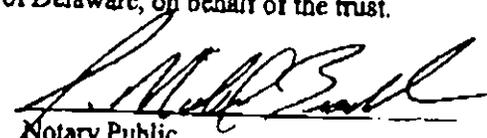
IN WITNESS WHEREOF, the said Wal-Mart Real Estate Business Trust has caused this consent to be executed by Allison D. Garrett, an officer of the trust, this 26 day of August, 2003.

Wal-Mart Real Estate Business Trust


Allison D. Garrett
Vice President and Assistant Secretary

STATE OF ARKANSAS)
SS)
COUNTY OF BENTON)

The foregoing instrument was acknowledged before me this 26 day of August, 2003, by Allison D. Garrett, of Wal-Mart Real Estate Business Trust, a trust organized under the laws of the State of Delaware, on behalf of the trust.


Notary Public

(Seal)

JON MICHAEL BRADSHAW
NOTARY PUBLIC-STATE OF ARKANSAS
BENTON COUNTY
My Commission Expires 5-30-2013

WAL-MART
LEGAL DEPARTMENT
CORPORATE DIVISION

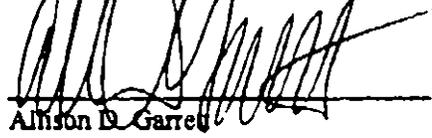
CORPORATE OFFICES LEGAL DEPARTMENT
702 SW 8th Street
Bentonville, Arkansas 72716-0215
(479) 273-4505

CONSENT TO USE OF NAME

Wal-Mart Stores, Inc., a corporation organized under the laws of the State of Delaware, does hereby consent to the use of the name "Wal-Mart Realty Company" by its subsidiary Wal-Mart Realty Company in the State of Rhode Island.

IN WITNESS WHEREOF, the said Wal-Mart Stores, Inc. has caused this consent to be executed by Allison D. Garrett, an officer of the corporation, this 26 day of August, 2003.

Wal-Mart Stores, Inc.



Allison D. Garrett
Vice President and Assistant Secretary

STATE OF ARKANSAS)
SS)
COUNTY OF BENTON)

The foregoing instrument was acknowledged before me this 26 day of August, 2003, by Allison D. Garrett, of Wal-Mart Stores, Inc., a corporation organized under the laws of the State of Delaware, on behalf of the corporation.


Notary Public

(Seal)

JON MICHAEL BRADSHAW
NOTARY PUBLIC-STATE OF ARKANSAS
BENTON COUNTY
My Commission Expires 5-30-2013



Arkansas Secretary of State Charlie Daniels

State Capitol Building ♦ Little Rock, Arkansas 72201-1094 ♦ 501.682.3409

I, Charlie Daniels, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

All records on file for

WAL-MART REALTY COMPANY

In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 25th day of July 2003.

Charlie Daniels

Charlie Daniels
Secretary of State

By: *J Butler*
JButler