

Hoover, Alabama
Store No. 2111-1

STATE OF ALABAMA)
SHELBY COUNTY)

DECLARATION OF COVENANTS

WHEREAS, Wal-Mart Stores East, L.P., a Delaware limited partnership ("Wal-Mart") is constructing a Wal-Mart Super Center on real property it owns in the City of Hoover ("City"), Shelby County, Alabama, more particularly described in Exhibit A, attached hereto (the "Property"); and

WHEREAS, the development of the Property will necessitate a detention facility for stormwater management and that certain improvements be made on the Property for this facility (the "Detention Facility"); and

WHEREAS, the City has approved the Detention Facility pursuant to plans prepared by South & Associates ("South"), dated September 18, 2001.

WHEREAS, the City is requiring that the Property owner covenant with the City to properly maintain the Detention Facility in accordance with best management practices.

NOW THEREFORE, in consideration of the premises, Wal-Mart does hereby adopt the following covenants which shall apply to the Property.

1. Wal-Mart covenants and agrees to construct the Detention Facility on the Property in substantial conformity with the plans and specifications prepared by South dated September 18, 2001, which have been approved by the City.
2. Wal-Mart covenants and agrees to maintain the Detention Facility as it was designed and constructed in accordance with best management practices.
3. The covenants contained herein shall run with the land and shall be binding on Wal-Mart, its successors and assigns so long as the Detention Facility is required to serve the Property.
4. At such time as the Detention Facility is no longer required to serve the Property the within covenants shall be released upon approval by the City Engineer, City Attorney, Mayor and City Council.

04/13/2002-17380
11:21 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 CH 22.00

Inst # 2002-17380

IN WITNESS WHEREOF Wal-Mart has caused this Declaration of Covenant to be executed on the 12th day of April, 2002.

WITNESS:

WAL-MART STORES EAST, L.P.

[Signature]

By: [Signature]
Its: Barry T. Shannahan
Assistant Vice President

STATE OF ARKANSAS)
COUNTY OF BENTON)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Barry T. Shannahan, whose name as Asst. V.P. of Wal-Mart Stores East, L.P., a Delaware limited partnership, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the foregoing instrument, as such partner, and with full authority, executed the same voluntarily for and as the act of said limited partnership.

Given under my hand and official seal this 12th day of April, 2002.

" NOTARY SEAL "
Dorothy L. Hill, Notary Public
Benton County, State of Arkansas
My Commission Expires 8/18/2009

Dorothy L. Hill
NOTARY PUBLIC
My Commission Expires: 8-18-09

Inst # 2002-17380

04/25/2002-17380
11:21 AM CERTIFIED
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