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**STANDARD FORM  
UNIFORM COMMERCIAL CODE - FINANCING STATEMENT - FORM UCC-1**

JULIUS BLUMBERG, INC. NYC, 10013

## INSTRUCTIONS:

- 1 PLEASE TYPE this form. Fold only along perforation for mailing.
- 2 Remove Secured Party and Debtor copies and send other 3 copies with interleaved carbon paper to the filing officer. Enclose filing fee.
- 3 If the space provided for any item(s) on this form is inadequate the item(s) should be continued on additional sheets, preferably 3" x 8" or 8" x 10". Only one copy of each additional sheet need be presented to the filing officer with a set of three copies of the financing statement. Long schedules of collateral, indentures, etc., may be on any size paper that is convenient for the secured party. Indicate the number of additional sheets attached.
- 4 If collateral is crops or goods which are or are to become fixtures, describe generally the real estate and give name of record owner.
- 5 When a copy of the security agreement is used as a financing statement, it is requested that it be accompanied by a completed but unsigned set of these forms, without extra fee.
- 6 At the time of original filing, filing officer should return third copy as an acknowledgement. At a later time, secured party may date and sign Termination Legend and use third copy as a Termination Statement.

*County UCC*This **FINANCING STATEMENT** is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es)

Wal-Mart Stores, Inc.  
702 S.W. 8th Street  
Bentonville, AR 72716

2. Secured Party(ies) and address(es)

Retail Trust III  
c/o Wilmington Trust Company  
Rodney Square North  
1100 N. Market Street  
Wilmington, DE 19890-0001

For Filing Officer (Date, Time,  
Number, and Filing Office)

1-6-93

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4. This financing statement covers the following types (or items) of property:

See Exhibit A which is attached hereto and made a  
part hereof.

This constitutes a fixture filing.

5. Assignee(s) of Secured Party and  
Address(es)

State Street Bank and Trust  
Company of Connecticut,  
National Association and  
Sandy Lamarr Cody,  
as Indenture Trustees  
750 Main Street  
Suite 1114  
Hartford, CT 06103

This statement is filed without the debtor's signature to perfect a security interest in collateral. (check ☒ if so)

Filed with:

☐ already subject to a security interest in another jurisdiction when it was brought into this state.☐ which is proceeds of the original collateral described above in which a security interest was perfected:Check ☒ if covered. ☒ Proceeds of Collateral are also covered. ☒ Products of Collateral are also covered. No. of additional Sheets presented:

See Schedule I attached hereto.

See Schedule II attached hereto.

By: *300 up*

Signature(s) of Debtor(s)

Title

By:

Signature(s) of Secured Party(ies)

Title

(1) Filing Officer Copy-Alphabetical

STANDARD FORM - FORM UCC-1.

(For Use In Most States)

## EXHIBIT A

Debtor: Wal-Mart Stores, Inc. (TIN: 71-0415188)  
Secured Party: Retail Trust III (TIN: 51-6184181)  
Assignees: State Street Bank and Trust Company,  
National Association, and Sandy Lamarr Cody,  
as Indenture Trustees

This precautionary filing, made pursuant to the provisions of Section 9-408 of the Uniform Commercial Code, is with respect to that certain Lease dated as of December 1, 1992 by and between the Debtor, as lessee, and the Secured Party, as lessor (the "Lease"), which Lease is a true lease and is not a capital lease or an acquisition of the leased premises by Debtor.

This filing constitutes a fixture filing.

This financing statement covers the following rights, interests and properties:

All property of every kind and description, real, personal and mixed, tangible or intangible and interests therein in and to which the Debtor has been granted a leasehold estate under and pursuant to the Lease, as the same may be amended, modified or supplemented, covering the real property described in Annex I attached hereto and made a part hereof.

1835/ML8151R

Return: Stacie Taylor  
c/o Commonwealth Land  
Title  
14643 Dallas Parkway  
Suite 770, LB61  
Dallas, Texas 75240

## SCHEDULE I

Signature of Debtor:

WAL-MART STORES, INC.,  
a Delaware Corporation

By: Terri L. Bertschy  
Terri L. Bertschy,  
Assistant Treasurer

Signature of Secured Party:

RETAIL TRUST III,  
a Delaware business trust

by: WILLIAM J. WADE,  
as Trustee

BY: 

ANNEX I

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LEGAL DESCRIPTION

A TRACT OF LAND SITUATED IN LOTS 1, 2, AND 3, BLOCK 1, OF "TRACT 1080 - WASHBURN PARK" ACCORDING TO THE OFFICIAL PLAT THEREOF ON FILE IN THE OFFICE OF THE COUNTY CLERK OF KLAMATH COUNTY, OREGON, AND THE SE1/4 NE1/4 OF SECTION 9, T39S, R9EWM, KLAMATH COUNTY, OREGON, MORE PARTICULARLY DESCRIBED AS FOLLOWS.

BEGINNING AT THE NORTHEAST CORNER OF SAID LOT 2; THENCE S00°02'00"E, ALONG THE EAST LINE OF SAID LOT 2, 60.00 FEET; THENCE S89°58'00"W 209.00 FEET; THENCE S00°02'00"E 209.00 FEET; THENCE N89°58'00"E 181.66 FEET TO A POINT ON THE EASTERLY LINE OF SAID LOT 2; THENCE ALONG THE BOUNDARIES OF SAID LOTS 2 AND 1, ALONG THE ARC OF A CURVE TO THE RIGHT (RADIUS POINT BEARS N68°55'22"W 532.96 FEET AND CENTRAL ANGLE EQUALS 49°28'52") 460.27 FEET, ALONG THE ARC OF A SPIRAL CURVE TO THE RIGHT (THE LONG CHORD OF WHICH BEARS S84°01'29"W 384.34 FEET) 386.00, N89°26'30"W 40.35 FEET TO THE SOUTHWEST CORNER OF SAID LOT 2, AND N89°26'30"W 359.98 FEET TO A POINT FROM WHICH THE SOUTHWEST CORNER OF SAID LOT 1 BEARS N89°26'30"W 260.00 FEET; THENCE N00°07'15"W, PARALLEL TO THE WEST LINE OF SAID LOT 1, 619.18 FEET TO A POINT ON THE NORTH LINE OF SAID LOT 1; THENCE CONTINUING N00°07'15"W 32.00 FEET; THENCE S89°25'35"E 359.98 FEET TO A POINT ON THE WEST LINE OF SAID LOT 3; THENCE N89°58'00"E 771.06 FEET TO A POINT ON THE EAST LINE OF SAID LOT 3; THENCE S00°02'00"E 32.00 FEET TO THE POINT OF BEGINNING, CONTAINING 14.519 ACRES, MORE OR LESS, AND WITH BEARINGS BASED ON SAID "TRACT 1080 -- WASHBURN PARK".

TOGETHER WITH the benefits of an easement granted in that certain Agreement of Easement with Covenants and Restrictions Affecting Land between Wal-Mart Stores, Inc. and Washburn Enterprises, Inc. dated May 21, 1991, and recorded June 25, 1991, in M91, Page 12081.

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Mountain Title Co the 6th day  
of Jan. A.D., 19 93 at 10:16 o'clock AM., and duly recorded in Vol. M93  
of Mortgages on Page 373  
Evelyn Biehn, County Clerk  
By [Signature]

FEE \$30.00  
Non Stan 20.00