DOC ID ----> 5928_1563

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
07/09/97

CHARTER NUMBER: FL688507
ROLL AND FRAME: 5928-1563

05928-1563

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
WAL-MART STORES, INC.	960403466Ø1	96F	44481.19

ØØ2575

RETURN TO: WAL-MART STORES, INC.
702 SW 8TH ST
BENTONVILLE AR 72716-8013

TOTAL : 44481.19

Ø313

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The State of Ohio

Bob Taft

Secretary of State

FL688507

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: 96F

of:

WAL-MART STORES, INC.

STATE OF INCORP:

TYPE OF LICENSE: SUPPLEMNTL
EXPIRATION DATE: VALID UNTIL CANCELLED FOR FAILURE TO FILE REPORTS
SHRS.AUTH.IN OH: 70,900,695

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5928 at Frame 1565 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 2ND day of APRIL .

A.D. 19 97 .

Bob Taft

Bob Taft
Secretary of State

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Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th floor
Columbus, Ohio 43266-0418

05928-156

License No. 688507
Approved BR
Date 4-3-96
Fee ($10 min.) 44,481.19

ANNUAL STATEMENT OF PROPORTION OF CAPITAL STOCK

Section 1703.07, Ohio Revised Code

1996 (year) **FORM 7**

Wal-Mart Stores, Inc, a corporation organized under the laws of the State of Delaware, with its principal office outside Ohio located at

702 S.W. 8th St.	Bentonville	AR	72716-8013
Street Address	City	State	Zip Code

and its Ohio office located at CT Corporation, 815 Superior Ave, Cleveland, OH, 44114
(Street Address, City, Zip Code)

hereby makes the following statement:

1. Corporation holds Ohio license No. 688507, issued on 11/3/86.
2. This report is made as of 1/31/95 and is the ending date of the corporations accounting period and reflects the business transacted in the previous year. (See instruction 3 on reverse side.)

3. The book value (exclude goodwill) of Ohio assets is (See instruction 5 on reverse side.)	614,455,042	
4. Total business transacted in Ohio last year was	2,497,696,111	
Sum of 3 and 4	3,112,151,153	
5. The book value (exclude goodwill) of all assets is	26,701,519,291	
6. Total business transacted last year was	74,013,397,808	
Sum of 5 and 6	100,717,917,099	

For Office Use Only	
Issued shares	
Decimal	
Present Prop.	70.900699
Prior Prop.	53112.219
Increase	17,788.476
Fee Due	$44,471.19
Penalty(15%)	
Total	$44,471.19

7.	Common	Preferred
a. Number of authorized shares	5,500,000,000	100,000,000
b. Number of issued shares	2,294,549,[illegible]	0

8. The name and address to whom statements of fees due may be mailed is (See instruction 6 on reverse side):

Wal-Mart Stores, Inc 702 S.W. 8th St. Bentonville, AR 72716-8013
(Must be a complete street address, including zip code.)

NOTARIZATION

State of Arkansas County of Benton

I, James A. Walker, Jr, being duly sworn, state that I am the

☐ President ☑ Vice President ☐ Secretary ☐ Treasurer

of Wal-Mart Stores, Inc (Name of Corporation)

and that the foregoing statements are true and correct to the best of my knowledge and belief.

SWORN TO AND SUBSCRIBED IN MY PRESENCE

THIS 25th DAY OF March, 1996.

James A. Walker Jr (signature)

Belisa J. Sherman (signature of notary)

OFFICIAL SEAL
BELISA J. SHERMAN
NOTARY PUBLIC - ARKANSAS
BENTON COUNTY
My Commission Expires 5/1/2005

NOTARY SEAL

My commission expires 05/01/05

INSTRUCTIONS ON REVERSE SIDE

ANNCST

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Bob Taft
Secretary of State
State of Ohio

CORRESPONDENCE

January 10, 1997

WAL-MART STORES, INC.
702 S.W. 8th St.
Bentonville, AR 72716-8013

Dear Foreign Corporation:

This office has received and audited your Annual Statement of Proportion of Capital Stock (Form 7) as required by Section 1703.07 of the Ohio Revised Code. Due to an increase in the proportion of shares reported on your statement for the year 1996 an additional fee of $ 44,471.19 is due and has been calculated as follows:

1. Present proportion allocated to Ohio 70,900,695
2. Credit for highest prior proportion in Ohio 53,112,219
3. Increase in proportion 17,788,476
4. Total fee due on increase . . . . . $ 44,471.19

The proportion is computed by dividing the sum of Ohio property and business by the sum of total property and business and multiplying the resulting fraction by the number of issued shares as provided on the Form 7 submitted for filing. The resulting figure is the "proportion of capital stock allocated to Ohio".

The fee is assessed at the rate of 10 cents per share on the first 1,000 shares, 5 cents per share on the next 9,000 shares, 2 cents per share on the next 40,000 shares, 1 cent per share on the next 50,000 shares, 1/2 cent per share on the next 400,000 shares, and 1/4 cent per share on the remainder. From the amount of the fee computed, the aggregate of all such fees previously paid is deducted using the same assessment scale.

A check must be made payable to the Secretary of State and paid within thirty days from the date of this notice in order to avoid an additional 15% penalty for late payment. Failure to pay any fees due will result in expiration of the corporation's license to transact business in this State and the account will be given to the Ohio Attorney General for collection. Please remit a copy of this bill when payment is submitted.

If you should have any questions please feel free to contact our Form 7 desk at (614) 466-2342.

Sincerely,

Bob Taft
Secretary of State