

Document Number

**FIRST AMENDMENT  
TO EASEMENTS WITH  
COVENANTS AND  
RESTRICTIONS  
AFFECTING LAND**

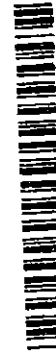
SEE ATTACHED

Recording Area

Name and Return Address

Dawda, Mann, Mulcahy & Sadler, PLC  
39533 Woodward Ave, Ste 200  
Bloomfield Hills, MI 48304-5103  
Attn Jeanne D. Graca

27  
80-4-222-271-0211,  
part of 80-4-222-271-0101 and  
part of 80-4-222-271-0200  
Parcel Identification Number (PIN)



DOCUMENT

1586682

RECORDED

At Kenosha County, Kenosha, WI 53140  
Louise L. Principe, Register of Deeds  
on 4/30/2009 at 3:01PM \$27.00  
90016666

JANK

REGDEED2

Somers, WI  
Sam's Store No 6331-02 / LP No 092680  
Wal-Mart Store No 1167-04 / LP No 152326  
1st Amended ECR / Execution Version

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**FIRST AMENDMENT TO EASEMENTS WITH COVENANTS  
AND RESTRICTIONS AFFECTING LAND**

**THIS FIRST AMENDMENT TO EASEMENTS WITH COVENANTS AND RESTRICTIONS AFFECTING LAND** (this "Amendment"), by and among **SOMERS MARKET CENTER LLC**, a Delaware limited liability company ("Developer"), **SAM'S REAL ESTATE BUSINESS TRUST**, a Delaware statutory trust ("Sam's"), and **WAL-MART REAL ESTATE BUSINESS TRUST**, a Delaware statutory trust ("Wal-Mart Trust"), is made and entered into, effective as of the 8th day of April, 2009. Sam's and Wal-Mart Trust are collectively referred to herein as "Wal-Mart".

**WITNESSETH**

WHEREAS, Developer, Sam's East, Inc. and Wal-Mart Stores East, L.P. entered into a certain Easements with Covenants and Restrictions Affecting Land dated October 4, 2007 (as amended from time to time, the "ECR") for the development of certain land in the Town of Somers, Kenosha County, Wisconsin (the "Property"), as more particularly described in ECR;

WHEREAS, Sam's East, Inc. and Wal-Mart Stores East, L.P. conveyed their interests in a portion of the Property to Sam's and Wal-Mart Trust, respectively, and

WHEREAS, Developer and Wal-Mart each desire to amend the ECR, as more particularly provided herein,

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Developer and Wal-Mart, Developer and Wal-Mart do hereby agree as follows:

- 1 Height. Paragraph 4(b) of the ECR is hereby amended to add the following sentence:

Notwithstanding the foregoing height limitations, Buildings constructed on Lot 14 shall not exceed thirty feet (30') in height and thirty-five feet (35') in height with respect to architectural features and such buildings on Lot 14 shall not be included within the calculation of the fifty percent (50%) limitation applicable to Zones 1 through 5

- 2 Miscellaneous. Except as specifically modified hereby, the ECR shall continue in full force and effect. This Amendment shall be construed, interpreted, and enforced under the laws of the State of Wisconsin. This Amendment is binding upon and shall inure to the benefit of the parties and their respective permitted successors and assigns under the Agreement. All capitalized terms not defined in

this Amendment shall have the same meaning ascribed to those terms in the ECR, except that Sam's and Wal-Mart Stores are collectively referred to herein as "Wal-Mart". In the event of any conflict between the terms of this Amendment and the terms of the ECR, the terms of this Amendment shall govern and control. This Amendment may be executed in several counterparts, each of which may be deemed an original, and all of such counterparts together shall constitute one and the same Amendment.

Developer and Wal-Mart have signed this Amendment as of the dates set beneath their signatures.

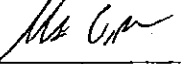
**DEVELOPER:**

**SOMERS MARKET CENTER, L.L.C.,**  
a Delaware limited liability company

By: IRED - BRADFORD SOMERS,  
L.L.C., an Illinois limited liability  
company  
Its: Managing Member

By: IRED SOMERS, L.L.C., an Illinois  
limited liability company  
Its: Managing Member

By: INLAND RETAIL  
DEVELOPMENT, L.L.C., a Delaware  
limited liability company  
Its: Sole Member

By:   
Matthew G. Fiascone  
Its: President

Date of Execution: April 2, 2009

[Signatures continue on following page]

STATE OF ILLINOIS        }  
                                      } ss  
COUNTY OF COOK        }

The foregoing instrument was acknowledged before me this 24~~th~~ day of April, 2009, by Matthew G Fiascone, President of Inland Retail Development, LLC, as Sole Member of IRED Somers, L L C , as Managing Member of IRED-Bradford Somers, L L C., as Managing Member of Somers Market Center LLC a Delaware limited liability company

(Seal and Expiration Date)

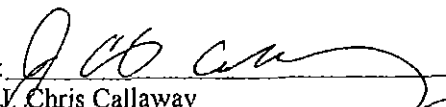


Mary L. Rammien  
Notary Public  
State of Illinois  
My commission Expires: 10/03/2009

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Signatures continue on following page]

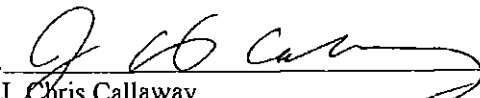
**WAL-MART:**

**SAM'S REAL ESTATE BUSINESS TRUST,**  
a Delaware statutory trust

By:   
J. Chris Callaway *m*  
Regional Vice President, Design and Real Estate

Date of Execution: 4-8-, 2009

**WAL-MART REAL ESTATE BUSINESS  
TRUST,** a Delaware statutory trust

By:   
J. Chris Callaway *m*  
Regional Vice President, Design and Real Estate

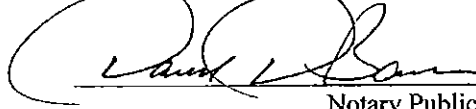
Date of Execution: 4-8-, 2009

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Signatures continue on next page]

STATE OF ARKANSAS     )  
                                      ) ss  
COUNTY OF BENTON     )

The foregoing instrument was acknowledged before me this 8th day of April, 2009, by J. Chris Callaway, Regional Vice President, Design and Real Estate of Sam's Real Estate Business Trust, a Delaware statutory trust, on behalf of said trust.

DARRELL D. BARNES  
NOTARY PUBLIC  
BENTON COUNTY, ARKANSAS  
My Commission Expires 01/01/10

  
Notary Public  
Benton County, Arkansas  
My Commission Expires: 01/01/10

STATE OF ARKANSAS     )  
                                      ) ss  
COUNTY OF BENTON     )

The foregoing instrument was acknowledged before me this 8th day of April, 2009, by J. Chris Callaway, Regional Vice President, Design and Real Estate of Wal-Mart Real Estate Business Trust, a Delaware statutory trust, on behalf of said trust.

DARRELL D. BARNES  
NOTARY PUBLIC  
BENTON COUNTY, ARKANSAS  
My Commission Expires 01/01/10

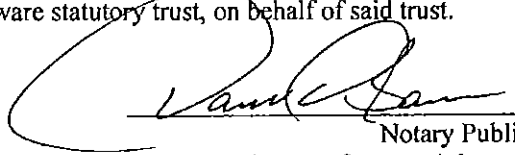
  
Notary Public  
Benton County, Arkansas  
My Commission Expires: 01/01/10

EXHIBIT A

(Wal-Mart Tract legal description)

Lot 1 of the plat of Somers Market Center Subdivision recorded on October 3, 2007 as document number 1535778, being part of the Northeast 1/4 of Section 27, Township 2 North, Range 22 East of the Fourth Principle Meridian, lying and being in the Town of Somers, County of Kenosha and State of Wisconsin.

**EXHIBIT B**

**(Sam's Tract legal description)**

Lots 2 and 6 of the plat of Somers Market Center Subdivision recorded on October 3, 2007 as document number 1535778, being part of the Northeast 1/4 of Section 27, Township 2 North, Range 22 East of the Fourth Principle Meridian, lying and being in the Town of Somers, County of Kenosha and State of Wisconsin



**EXHIBIT C**

(Developer Tract and Outparcels legal description)

Lots 3 through 5, 7 through 20 and Outlots 1 through 4 all inclusive of the plat of Somers Market Center Subdivision recorded on October 3, 2007 as document number 1535778, being part of the Northeast 1/4 of Section 27, Township 2 North, Range 22 East of the Fourth Principle Meridian, lying and being in the Town of Somers, County of Kenosha and State of Wisconsin