


2011003248 00036

FORSYTH CO, NC FEE \$46.00

NO TAXABLE CONSIDERATION
PRESENTED & RECORDED:

01-25-2011 10:58:14 AM

C. NORMAN HOLLEMAN

REGISTER OF DEEDS
BY: RANDY L SMITH
DPT
BK: RE 2986
PG: 2887-2896

ENVELOPE

Excise Tax \$0.00

No consideration is owed or being paid in connection with this transaction which involves the conveyance of the subject property from Grantor to Grantee as a contribution in exchange for a membership interest in Grantee pursuant to that certain Contribution Agreement (Store Assets) dated November 10, 2010 and effective as of January 1, 2011.

Recording Time, Book and Page

Tax Lot No. Parcel Identifier No. 6835-17-8085.00

Verified by Forsyth County on the _____ day of _____, 20____ by

Mail after recording to Kirk Palmer & Thigpen, P.A., 1100 Kenilworth Avenue, Suite 200, Charlotte, NC 28204

This instrument was prepared by Kirk Palmer & Thigpen, P.A. (No title search performed)

Brief Description for the index

201 West Fourth Street, Winston-Salem, NC

NORTH CAROLINA SPECIAL WARRANTY DEED

THIS DEED made as of January 1, 2011 by and between

GRANTOR

CVS PHARMACY, INC., a Rhode Island corporation, as successor by merger to Revco Discount Drug Centers, Inc.
One CVS Drive
Woonsocket, RI 02895

Index under both CVS Pharmacy, Inc. and Revco Discount Drug Centers, Inc.

GRANTEE

NORTH CAROLINA CVS PHARMACY, L.L.C., a North Carolina limited liability company
c/o CVS Pharmacy, Inc.
One CVS Drive
Woonsocket, RI 02895
Attn: Property Administrator (Store No. 3504)

Enter in appropriate block for each party: name, address, and, if appropriate, character of entity, e.g., corporation or partnership.

The designation Grantor and Grantee as used herein shall include said parties, their heirs, successors, and assigns, and shall include singular, plural, masculine, feminine or neuter as required by context.

WITNESSETH, that the Grantor, for a valuable consideration paid by the Grantee, the receipt of which is hereby acknowledged, has and by these presents does grant, bargain, sell and convey unto the Grantee in fee simple, all that certain lot or parcel of land situated in the City of Winston-Salem, Forsyth County, North Carolina and more particularly described on Exhibit A attached hereto and incorporated herein by reference.

The property does ____ or does not X include the primary residence of at least one of the Grantors. (NCGS § 105-317.2)

The property hereinabove described was acquired by Grantor by instrument recorded in Book 1922, Page 510. Attached hereto as Exhibit C is a copy of the Certificate of Merger filed with the Michigan Department of Energy, Labor & Economic Growth evidencing the merger of Revco Discount Drug Centers, Inc. into CVS Pharmacy, Inc. as of January 1, 2011, with CVS Pharmacy, Inc. being the surviving entity.

A map showing the above described property is recorded in Plat Book ____, Page ____.

TO HAVE AND TO HOLD the aforesaid lot or parcel of land and all privileges and appurtenances thereto belonging to the Grantee in fee simple.


And the Grantor covenants with the Grantee, that Grantor has done nothing to impair such title as Grantor received, and Grantor will warrant and defend the title against the lawful claims of all persons claiming by, under or through Grantor, except for the exceptions hereinafter stated.

Title to the property hereinabove described is subject to those certain exceptions set forth on Exhibit B attached hereto and incorporated herein by reference.

IN WITNESS WHEREOF, the Grantor has hereunto set his hand and seal, or if corporate, has caused this instrument to be signed in its corporate name by its duly authorized officers and its seal to be hereunto affixed by authority of its Board of Directors, the day and year first above written.

CVS PHARMACY, INC., successor by
merger to Revco Discount Drug Centers, Inc.

USE
BLACK
INK
ONLY

By: 
Name: Thomas S. Moffatt
Title: Vice President

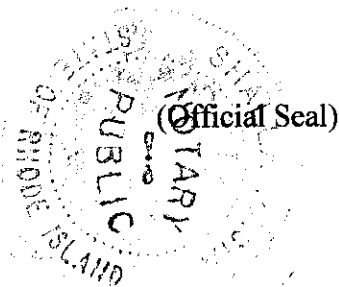
STATE OF Rhode Island
COUNTY OF PROVIDENCE

I certify that the following person personally appeared before me this day, acknowledging to me that he voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: Thomas S. Moffatt

Date: January 17, 2010


Official Signature of Notary

Shalla Pacia
Notary's printed or typed name, Notary Public
My commission expires: 10-30-2013



Shalla Pacia
Notary Public
State of Rhode Island
My Commission Expires 10/30/2013

EXHIBIT A

BEING ALL OF that certain tract or parcel of land being located in Winston Township, Forsyth County, State of North Carolina, described as follows:

BEGINNING at the northwest corner of the intersection of Trade and Fourth Streets, thence northwardly along the western line of Trade Street 75 feet to an iron stake; thence westwardly along the southern face of the brick wall 90.95 feet to a point; thence southwardly in a line approximately at right angles to West Fourth Street 76.34 feet to a cross cut in concrete in the northern line of West Fourth Street; thence with the northern line of West Fourth Street eastwardly 90.12 feet to the place of BEGINNING.

The above-described property is all and the same property conveyed to Revco Discount Drug Centers, Inc. by Rite Aid of North Carolina, Inc. pursuant to that certain Deed dated October 18, 1996 and recorded in Book 1922 at Page 510 in the Forsyth County Public Registry.

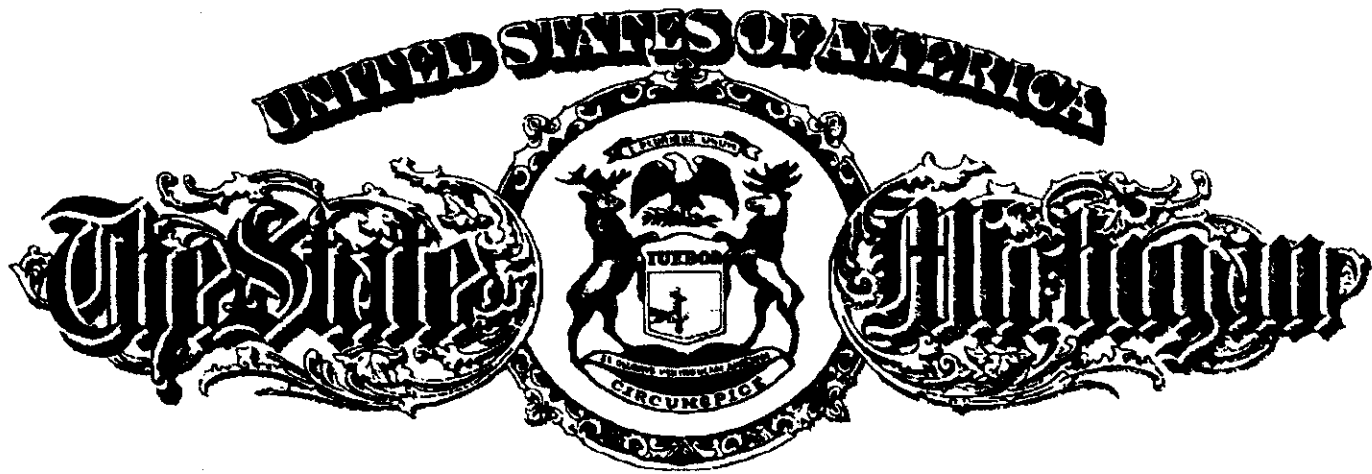
EXHIBIT B

1. The lien of the current and subsequent year's ad valorem property taxes.
2. Such matters as may be revealed or discovered by an accurate physical survey of the conveyed property or by a visual inspection thereof.
3. Zoning laws, rules and regulations affecting the conveyed property.
4. All valid and enforceable easements, covenants, conditions, restrictions and other matters of record affecting the conveyed property.

EXHIBIT C

ATTACH COPY OF FILED CERTIFICATE OF MERGER

Exhibit A



Department of Energy, Labor & Economic Growth

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 20th day of December, 2010

A handwritten signature in cursive script, appearing to read "J. Hughes", is written over a horizontal line.

Director

Bureau of Commercial Services

BCS/CD-550m (Rev. 05/10)

MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
DEC 20 2010	<p>FILED</p> <p>DEC 20 2010</p> <p>Administrator BUREAU OF COMMERCIAL SERVICES</p>
<p>This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.</p>	
<p>Name Olga Hinkel, CT Corporation</p> <p>Address 155 Federal Street, Suite 700</p> <p>City State ZIP Code Boston MA 02110</p>	
<p>Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.</p>	
<p>EFFECTIVE DATE: <u>January 1, 2011</u></p> <p>Expiration date for new assumed names: December 31,</p> <p>Expiration date for transferred assumed names appear in Item 6</p>	

CERTIFICATE OF MERGER
Cross Entity Merger for use by Profit Corporations, Limited Liability Companies
and Limited Partnerships

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:	
a. The name of each constituent entity and its identification number is:	
CVS Pharmacy, Inc.	663119
Revco Discount Drug Centers, Inc.	141711
b. The name of the surviving (new) entity and its identification number is:	
CVS Pharmacy, Inc.	663119
Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:	
One CVS Drive, Woonsocket, RI 02895	

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the 1st day of January, 2011.

\$150.00 VSN 141536

M1055 - 07/15/2010 C T System Online

GOLD SEAL APPEARS ONLY ON ORIGINAL

2 of 4

3. Complete for Profit Corporations only

For each constituent stock corporation, state:

Name of corporation	Designation and number of outstanding shares in each class or series	Indicate class or series of shares entitled to vote	Indicate class or series entitled to vote as a class
CVS Pharmacy, Inc.	Common - 1,880,277	Common	-0-
Revco Discount Drug Centers, Inc.	Common - 18,400	Common	-0-

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows: N/A

The manner and basis of converting shares are as follows:

SEE EXHIBIT A

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows: N/A

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)

- a) The Plan of Merger was approved by unanimous consent of the incorporators of _____, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

(Signature of Incorporator)

(Type or Print Name)

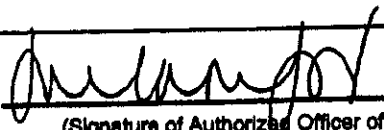
- b) The plan of merger was approved by:

☐ the Board of Directors of _____, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

☒ the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

Revco Discount Drug Centers, Inc.

By



(Signature of Authorized Officer of Agent)

Melanie K. Luker

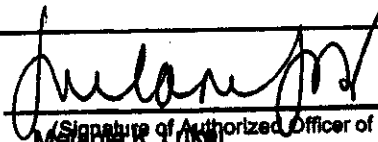
Assistant Secretary

(Type or print name)

CVS Pharmacy, Inc.

(Name of Corporation)

By



(Signature of Authorized Officer of Agent)

Assistant Secretary

(Type or print name)

Revco Discount Drug Centers, Inc.

(Name of Corporation)

EXHIBIT A
TO
MICHIGAN CERTIFICATE OF MERGER
OF
REVCO DISCOUNT DRUG CENTERS, INC.
INTO
CVS PHARMACY, INC.

3. Complete for Profit Corporations only

The manner and basis of converting shares are as follows:

Each share of the Common Stock of the Surviving Corporation issued and outstanding on the Effective Time of the merger shall remain outstanding.