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ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF

SAGE RYAN REALTY, INC.

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The undersigned, as President of SAGE RYAN REALTY, INC., does hereby certify that the amendment provided for herein was adopted by the sole stockholder on the 17 day of December, 2012.

1. Name of Corporation: SAGE RYAN REALTY, INC.
2. Document Number: The document number of the Corporation is P01000109749.
3. Amendment Adopted: ARTICLE IV is hereby amended and restated to read as follows:

"ARTICLE IV – Capital Stock

The corporation is authorized to issue 200 shares of common stock ("Common Stock"). The par value of each share of stock shall be one cent (\$0.01). Of the Common Stock, two (2) shares shall be designated Voting Common Stock and one hundred ninety-eight (198) shares shall be designated Non-Voting Common Stock. Each of the said shares of Voting Common Stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. There shall be no other differences in the rights of such Common Stock."

4. Stockholder Approval: All of the stockholders entitled to vote on this Amendment approved such Amendment.

5. Other Provisions: All other articles and provisions of the Articles of Incorporation as originally filed on November 14, 2001, shall remain the same.

The undersigned has executed these Articles of Amendment on the 17 day of December, 2012.

SAGE RYAN REALTY, INC.

By: 

Gregory Pickren, President

#597289

**Prepared By:**

Peter A. Rivellini  
Johnson, Pope, Bokor, Ruppel & Burns, LLP  
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