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BASIC AMENDMENT

AMERITOR REALTY, INC.

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FAX AUDIT NO. H05000173886 3

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF AMERITOR REALTY, INC.

Document Number: P05000094312

The undersigned, being the Sole Incorporator of Ameritor Realty, Inc. (the "Corporation"), pursuant to the provisions of Section 607.1006, Plorida Statutes, hereby adopts the following articles of amendment:

FIRST: Article IV of the Articles of Incorporation of Ameritor Realty, Inc., is amended to read as follows:

"ARTICLE IV.

The number of shares the Corporation is authorized to issue is 10,000, one dollar (\$1.00) par value per share."

SECOND: Article VII of the Articles of Incorporation of Ameritor Realty, Inc., is amended to read as follows:

"ARTICLE VII.

The business and the affairs of this Corporation shall be managed by a Board of Directors which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1)."

THIRD: The effective date of this amendment shall be as of the filing of these Articles of Amendment.

FOURTH: The Corporation has not yet issued any shares of capital stock to any person or entity. The foregoing articles of amendment were adopted by the Sole Incorporator of the Corporation and shareholder action was not required to authorize or approve these articles of amendment.

The undersigned has executed these Articles of Amendment on the ______ day of July, 2005.

AMERITOR REALTY, INC.

James H. Forrester.

incorporator

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