

STATE OF ALABAMA)

SHELBY COUNTY)

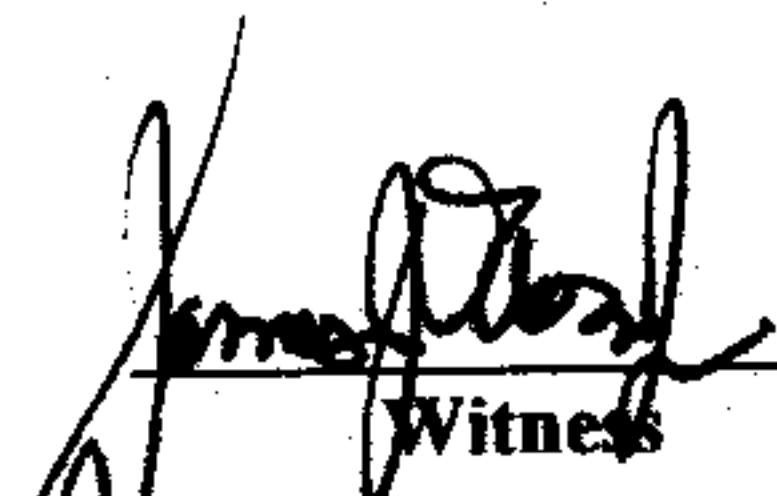
**AMENDMENT TO ARTICLES OF INCORPORATION
OF
FIRST REAL ESTATE CORPORATION OF ALABAMA**

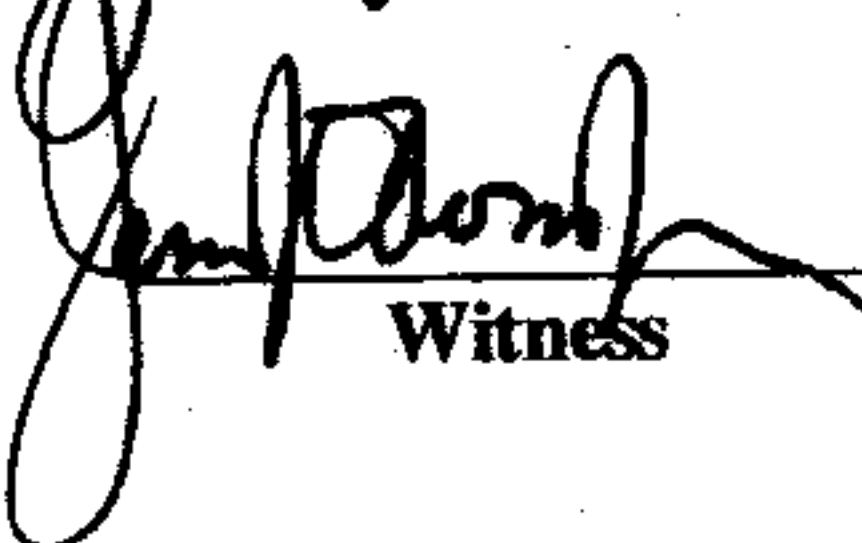
Inst # 2000-01511
01/13/2000-01511
10:39 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 CJI 15.00

KNOW ALL MEN BY THESE PRESENTS: That pursuant to Section 10-2B-10.02, through and including Section 10-2B-10.08, of the *Code of Alabama* (1975), and the resolution of the stockholders and directors of First Real Estate Corporation of Alabama (the "Corporation"), the Corporation does hereby amend its Articles of Incorporation of First Real Estate Corporation of Alabama recorded in Corp. Book 11, at Page 610 in the Office of the Judge of Probate of Shelby County, Alabama, as follows:

1. The 162,615 shares of treasury stock of the Corporation is hereby canceled.
2. The total amount of shares authorized, issued and outstanding is 50,000 with a par value of \$.05 per share.

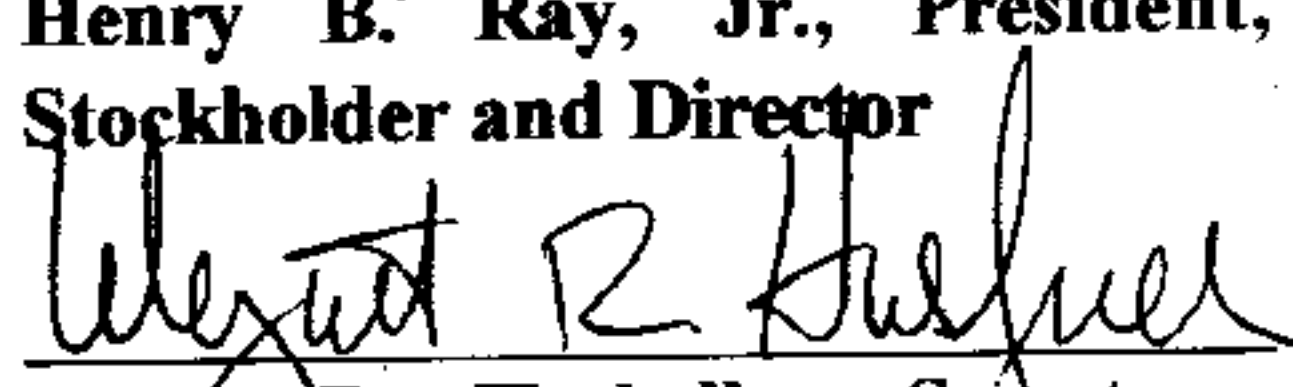
IN WITNESS WHEREOF, the undersigned have executed this Amendment as of this the 30th day of November, 1999.



Witness


Witness



Henry B. Ray, Jr., President,
Stockholder and Director


Wyatt R. Haskell - Secretary,
Stockholder & Director