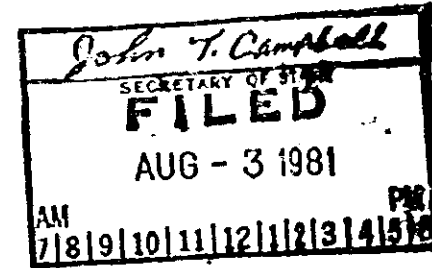


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AMENDMENT TO THE RESTATED  
DECLARATION OF TRUST OF ICM REALTY

WHEREAS, ICM Realty, formerly Third ICM Realty, was established by Declaration of Trust, dated as of the 15th day of June, 1969; and

WHEREAS, said Declaration of Trust was amended and restated in its entirety by that certain Restated Declaration of Trust of ICM Realty, dated as of the 14th day of December, 1971 (the "Restated Declaration of Trust"); and

WHEREAS, the Restated Declaration of Trust was amended as of April 18, 1972, as of April 17, 1973, as of April 19, 1978, and as of April 25, 1980; and

WHEREAS, the Trustees of ICM Realty desire to further amend the Restated Declaration of Trust as hereinafter provided.

NOW, THEREFORE, the first sentence of SECTION 2 of ARTICLE II of the Restated Declaration of Trust, as amended, is amended to read as follows:

"There shall at all times be not less than three nor more than twelve Trustees".

IN WITNESS WHEREOF, Arthur W. Viner, Managing Trustee, acting on behalf of all of the Trustees of ICM Realty, has signed these presents as of the 21st day of April, 1981.

*Arthur W. Viner*

Arthur W. Viner  
Managing Trustee

Date AUG - 3 1981

CERTIFIED TO BE A TRUE AND CORRECT COPY  
AS TAKEN FROM AND COMPARED WITH THE  
ORIGINAL ON FILE IN THIS OFFICE.

*John T. Campbell*  
SECRETARY OF STATE OF SOUTH CAROLINA

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