#### **BRYANTT DIANE K**

Form 4/A

January 11, 2011

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average

**OMB APPROVAL** 

burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

BRYANTT I	Symbol INVEST	Symbol INVESTORS REAL ESTATE TRUST [IRET]				Issuer (Check all applicable)				
(Last)	(First) (Mie		Earliest Tra	nsaction		Director	6 Owner			
3015 16TH STREET SW, SUITE 100			(Month/Day/Year) 01/06/2011				_X_ Officer (give title Other (specify below) SVP & Chief Financial Officer			
	(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year) 01/07/2011				Applicable Line) _X_ Form filed by One Reporting Person			
MINOT, ND	58701		01/01/2011				Form filed by More than One Reporting Person			
(City)	(State) (Z	iip) Table	e I - Non-De	erivative S	ecurities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. SecurionAcquired Disposed (Instr. 3,	(A) or l of (D) 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
			Code V	Amount	or (D) Pri	ce (Instr. 3 and 4)				
Common Shares of Beneficial Interest	01/06/2011		G V	4,496	A \$ 8.9	34,019.26	D (1)			
Common Shares of Beneficial Interest						3,382.264	I	Held by Spouse.		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

#### Edgar Filing: BRYANTT DIANE K - Form 4/A

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SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amoun	t of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	) Derivativ	re		Securit	ies	(Instr. 5)
	Derivative				Securities	S		(Instr. 3	3 and 4)	
	Security				Acquired			·		
	·				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
					, ,					
								1	Amount	
						Date Expiration Exercisable Date	Expiration	or	or	
							•	Title 1	tle Number	
							of	of		
				Code '	V (A) (D)			5	Shares	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BRYANTT DIANE K 3015 16TH STREET SW, SUITE 100 MINOT, ND 58701

SVP & Chief Financial Officer

### **Signatures**

Michelle R. Saari, Attorney-in-Fact

\*\*Signature of Reporting Person Da

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This amendment is filed to correct the filer's title erroneously reported as SVP & Chief Operating Officer on Form 4 filed 01/07/2011. Filer is the issuer's SVP & Chief Financial Officer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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