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APPLICATION FOR AMENDED CERTIFICATE OF FOREIGN LIMITED PARTNERSHIP NOONEY REAL PROPERTY INVESTORS

ORIGINAL COPY FILED SECRETARY OF STATE OF KENTUCKY FRANKFORT, RENTUCKY

Commonwealth of Kentucky Office of Secretary of State Frankfort, Kentucky 40601-3493

Pursuant to the provisions of Chapter 362 of the Kentucky Revised Statutes, the undersigned partnership hereby applies for an Amended Certificate of Foreign Limited Partnership to transact business in Kentucky and for that purpose submits the following statement.

FIRST: The name of the foreign limited partnership is Nooney Real Property Investors.

SECOND: The name under which the partnership is registered to do business in Kentucky is Nooney Real Property Investors.

The partnership was formed in the State of Missouri THIRD: on Ma; 25, 1978.

FCJRTH: The partnership's application to do business in Kentucky was filed June 28, 1979.

FIFTH: The partnership's Agreement and Certificate of Limited Partnership has been amended changing its name to Nooney Real Property Investors, L.P.

September /3, 1988

NOONEE REAL PROPERTY INVESTORS, L.P.

STATE OF MISSOURI

COUNTY OF ST. LOUIS

I, (FLE. NON F. WHITE, a notary public, do hereby certify that on this 130 day of September, 1988 personally appeared before me Gregory J. Nooney, Jr. who being by me first duly sworn, declared that he is a General Partner of Nooney Real Property Investors, L.P., that he signed the foregoing document as a General Partner of the Partnership and that the statements therein contained are true.

Notary Public Price 8-13 92

BRYAN, CAVE, MSPHEETERS & MSROBERTS

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

29 QUEEN ANNES GATE LONDON SWIH 9807 44) 222 OB11 TELEX 264001 BUMM G

FOST OFFICE BOX 20853 BIYADH 1146S SAUDI ARABIA 966 1 465 1371 TUTEX 926 403093 INTLAW 101

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September 19, 1988

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REAT AMERICAN TOWER 3200 NORTH CENTRAL AVENUE PHOENIX ARIZONA 85012 2415 (602) 230-7000

Ms. Ann D. Stewart General Counsel Commonwealth of Kentucky Office of Secretary of State Frankfort, KY 40601-3493

Dear Ms. Stewart:

Pursuant to your letter dated September 6, 1988, enclosed please find a Foreign Limited Partnership Certificate of Amendment in duplicate together with a check in the amount of \$60 for the filing fee. The new Certificate has been drafted pursuant to your state's "Filing in a Nutshell" booklet.

Upon review if you have any questions or comments, please do not hesitate to call me collect.

Very truly your.,

Connie B. Walsh Legal Assistant

CBW/pak Enclosures