-Address New Owner :
Nooney Real Property
Investors - Seven
c/o 7701 Forsyth Boulevard
St. Louis, MO 63105

-Send Tax Bills To
Nooney Real Property
Investors - Seven
c/o 7701 Forsyth Boulevard
St. Louis, MO 63105

-Map & Parcel No.
163-296

BOOK 6696 PAGE 282

WARRANTY DEED

THE STATE OF TENNESSEE §
§ KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF DAVIDSON §

THAT Kenneth R. Lokey, Trustee, and Kenneth R. Lokey, Individually of Harris County, Texas, hereinafter called "Grantor", for and in consideration of the sum of TEN DOLLARS ($10.00) and other good and valuable consideration to Grantor in hand paid by Nooney Real Property Investors-Seven, a Missouri limited partnership, hereinafter called "Grantee" (whether one or more), the receipt of which is hereby acknowledged and confessed, has GRANTED, SOLD and CONVEYED, and by these presents does GRANT, SELL and CONVEY unto the said Grantee, the real property described on Exhibit "A" attached hereto and incorporated herein by this reference for all purposes, such real property being improved real property commonly known as the Preakness Apartments, Nashville, Tennessee,

TO HAVE AND TO HOLD the above described premises, together with all and singular, the rights and appurtenances thereunto in anywise belonging unto the said Grantee, its successors and assigns, forever. And Grantor does hereby bind himself, his heirs, executors and administrators, to warrant and forever defend all and singular the said premises unto the said Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof.

Taxes for the current year have been prorated and their payment is assumed by Grantee. This conveyance is made subject to all and singular the items set forth on Exhibit "B" attached hereto and incorporated herein for all purposes.

When this deed is executed by more than one person, or when the Grantee is more than one person, the instrument shall read as though pertinent verbs, nouns and pronouns were changed correspondingly.

EXECUTED on this the 29th day of October, 1985.

Kenneth R. Lokey,
Trustee, and Individually

Grantee's Address:
Nooney Real Property
Investors - Seven
c/o 7701 Forsyth Boulevard
St. Louis, MO 63105

RUSH 4825.

IDENTIFICATION REFERENCE

OCT 30 12 39 PM '85
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

10/3C 26857.30-CHECK

1743

THE STATE OF Missouri §
§
COUNTY OF St. Louis §

BEFORE ME, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Kenneth R. Lokey, to me known (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing instrument, and acknowledged that he executed same as his free act and deed for the purposes therein contained.

WITNESS MY HAND, this the 29 day of October, 1985.

Glenda F. White
Notary Public in and for _____
County, _____.

My Commission Expires:

_____

GLENDA F. WHITE
NOTARY PUBLIC - STATE OF MISSOURI
JEFFERSON COUNTY
MY COMMISSION EXPIRES AUG. 13, 1988

Prepared by: Baker, Brown, Sharman & Parker
1200 Smith, Suite 3600
Houston, Texas 77002

Affidavit of Value

State of Missouri
County of St. Louis

The actual consideration for this transfer, or value of the property, whichever is greater, is $ 10,325,000.00.

Nooney Real Property Investors-Seven, a Missouri limited Partnership

By: James T. Finn
JAMES T. FINN, General Partner

SWORN TO AND SUBSCRIBED BEFORE ME, this 29 day of October, 1985.

Glenda F. White
Notary Public in and for _____
County, _____.

My Commission Expires:

_____

GLENDA F. WHITE
NOTARY PUBLIC - STATE OF MISSOURI
JEFFERSON COUNTY
MY COMMISSION EXPIRES AUG. 13, 1988

1085262
WP0420

EXHIBIT A

A tract of land in the Second Civil District of Nashville, Davidson County, Tennessee located on the Southeasterly margin of Bell Road, between Interstate Highway 24 and Murfreesboro Road and being more fully described as follows:

Beginning at a point in the Southeast margin of Bell Road, said point being approximately 3,660 feet South of the intersection of Bell Road and Murfreesboro Road and the Southwesterly common corner between said tract of land and the Ray Leonard Property as of record in Deed Book 4467, page 716 and Book 5418, page 449, R.O.D.C., TN.

Thence with the common line of Leonard, S 41degrees 46minutes 11seconds a distance of 222.78 feet to a point in the westerly line of the first Suburban Utility District of Davidson County, Tennessee as evidenced in Book 3344, page 471, R.O.D.C., Tennesee, thence S 61degrees 28minutes 34seconds W a distance of 78.60 feet to a point, thence S 28degrees 29minutes 26seconds E a distance of 200.01 feet to a point, thence N 61degrees 27minutes 58seconds E a distance of 445.51 feet to a point in the center of Rice Road (unimproved) as evidenced in Book 2203, page 575, Book 2875, page 299, Book 4457, page 337, R.O.D.C., Tennessee, thence with the centerline of Rice Road, S 34degrees 36minutes 53seconds E a distance of 130.15 feet to a point, thence continuing, S 25degrees 54minutes 18seconds E a distance of 341.46 feet to a point, thence continuing, S 17degrees 00minutes 56seconds E a distance of 50.11 feet to a point, thence continuing, S 1degree 04minutes 16seconds E a distance of 67.55 feet to a point, thence continuing, S 1degree 43minutes 28seconds W a distance of 255.86 feet to a point, thence continuing, S 2degrees 02minutes 57seconds W a distance of 90.00 feet to a point, thence leaving said centerline of Rice Road (unimproved) and severing the lands of Hoover, Ephriam H III as evidenced in Book 4991, page 880, R,O.D.C., Tennessee, S 44degrees 31minutes 58seconds W a distance of 665.00 feet to a point, thence N 60degrees 20minutes 00seconds W a distance of 450.00 feet to a point, thence N 19degrees 00minutes 55seconds E a distance of 250.00 feet to a point, thence N 50degrees 54minutes 17seconds W a distance of 662.15 feet to a point in the easterly margin of Bell Road, thence with said easterly margin of Bell road, N 40degrees 39minutes 51seconds E a distance of 49.65 feet to a point, thence continuing N 49degrees 55minutes 06seconds W a distance of 14.47 feet to a point, thence continuing N 40degrees 23minutes 38seconds E a distance of 500.00 feet to a point, thence with a curve to the left, having a radius of 1477.39 feet and a central angle of 10degrees 04minutes 53seconds (chord bearing of N 35degrees 21minutes 12seconds E and distance of 259.62 feet) a distance of 259.96 feet to the point of beginning and containing 25.50 acres, more or less, according to an as built survey by Ahler - Martin Co. Project No. 84034, dated July 9, 1985, revised Oct.21,1985 and Oct.25, 1985.

Being property conveyed to Kenneth R. Lokey, Trustee by deed from Harding University, formerly Harding College, Inc. of record in Book 6196, page 135, Register's Office for said County.

CC

EXHIBIT B

1. Taxes for 1985 -- $47,485.91 -- UNPAID
   Field Book No. 2D-21565 Map & Parcel No. 163-296

2. Joint easement as set out in Book 6196, page 135, Register's Office for Davidson County, Tennessee.

3. Easement for right-of-way of Bell Road Section of Old Hickory Boulevard granted Davidson County, Tennessee, by Right-of-way Deed of record in Book 2740, page 188, Register's Office for said County.

4. In deed from Fannie A. Roper to Mary A. Parrish, of record in Book 256, page 368, Register's Office for Davidson County, Tennessee, a family graveyard was reserved with right of ingress and egress thereto.

5. Easement for right-of-way of Rice Road lying within boundaries of premises, as shown on the survey of Cumberland Tectonics, Inc., revised 1/3/84.

6. Easement for pipe line granted Gulf Interstate Gas Company by H. M. Dixon and other rights with reference thereto as more fully set out in grant of record in Book 2203, page 575, Register's Office for Davidson County, Tennessee.

   By instrument of record in Book 2875, page 299, Register's Office for Davidson County, Tennessee, Gulf Interstate Gas Company conveyed said easement to Columbia Gulf Transmission Company.

   By instrument of Partial Release of record in Book 4457, page 377, Register's Office for Davidson County, Tennessee, said easement was modified so as limit and designate the specific areas in which the easement exist and to further include agreements incident thereto.

7. Declaration of Covenants and Restrictions of record in Book 6301, page 745, Register's Office for Davidson County, Tennessee.

8. Storm Water Detention Agreement dated March 13, 1984 of record in Book 6254, page 487, Register's Office for Davidson County, Tennessee.

9. Subject to matters as shown on the recorded plan of Bellwood Trace of record in Book 6250, page 13, Register's Office for said County.

10. Rights of tenants under leases being assigned to and by Kenneth R. Lokey to Nooney Real Property Investors-Seven by a separate assignment of leases.

OFFICIAL RECEIPT

FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF_____

FOR_____

BOOK 6696 PAGE 286

CO -CONVEYANCE
MO -MORTGAGE
WD -WARRANTY DEED
TD -TRUST DEED

CC -CERTIFIED COPY
REL -RELEASE
UCC -UNIFORM COMMERCIAL CODE

MISC -MISCELLANEOUS
CO TX -STATE TAX CONVEY
MO TX -STATE TAX MORT
PRFEE -PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
	CONV.	10,325,000.00		
			26845.00	
			.50	
			12.00	
	VD		12.00-	
	VD		26845.00-	
			26845.00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

CHECK 26857.50-

1743A10/30/85 BAL .01

48825

IDENTIFICATION REFERENCE

Oct 30 12 39 PM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 187070