FILE ON OR BEFORE DECEMBER 31, 1998 OR LIMITED PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

1. Name of Limited Partnership

DOCUMENT# A26340

98 DEC -7 AM 10: 03

A REGIERS FOLD STORM WINNE BLOTT BROKE WOLL TROOP BERKE WINTE BERKE WINDE

| FIRST | CAPITAL | INCOME | AND | GROWTH | FUND, | LTD |
|--------|---------|--------|-----|---------------|-------|-----|
| SERIES | S XII | | | | | |

| SERIES XII | AND GROWTH FUND, LI | | | | | |
|--|--|---|---|--|--|--|
| Mailing Address | Principal Office Address | incipal Office Address | | 5a. Capital Co | Capital Contributions as Shown on record. | |
| 2 NORTH RIVERSIDE PLAZA | 2 NORTH RIVERSIDE PLAZA | 2 NORTH RIVERSIDE PLAZA | | \$100,000,000.00 | | |
| CHICAGO IL 60606 | | | 04/28/1988 3a. Date of Last Report | | | |
| | | | 11/24/1997 | 5b. Amount of Contribution | Capital ns in FLORIDA | |
| 2. Mailing Address | 2a. Principal Office Address | Disable Office Address | | to date: | | |
| Z. Mailing Address | Za. Principal Office Accress | | IL | \$84,888,863 | | |
| Suite, Apt. #, etc. | Suite, Apt. #, etc. | . " | 6. FEI Number | Applied For | | |
| | 2: 4 2: 4 | | | Not Applicable | | |
| City & State | City & State | | 36-3498223 7. Certificate of Status Desired | \$8.75 Additional | | |
| Zip Country | Zip | Country | 7 | Fee Required | | |
| | | | 8. Make check payable to: Dept. of State (See reverse side for fee information) | | | |
| 9. Name and Address | of Current Registered Agent | | 10. If changed, new Registered | Agent/Office | | |
| J. Marie and Address | or deliver, registered rights | Name | | | | |
| PRENTICE-HALL CORPORATION S | SYSTEM, INC. | Street Address (P.O. Box Number Is Not Acceptable) | | | | |
| 1201 HAYS STREET | | Substitudiess (F.O. box rediber is rect Acceptable) | | | | |
| SUITE 105 | | Suite, Apt. #, etc. | | | | |
| TALLAHASSEE FL 32301 | | City | | FL | Code | |
| for the purpose of changing its registere agent. I am familiar with, and accept the | 20.1051 and 620.192, Florida Statutes, the above-named office or registered agent, or both, in the State of Flor obligations of section 620.192, Florida Statutes. | ed limited partnership orga ida. Such change was aut | horized by its general partner(s). I hereb | State of Florida, su y accept the appoint | bmits this statement ment of registered | |
| SIGNATURE (Registered Agent Accepting Appoin | | I MITED DAD | THE DOLLID OD OTHE | D BUCNE | CC CNTITY | |
| A GENERAL PARTNER | THAT IS A CORPORATION, MUST BE REGISTERED AN | ID ACTIVE WI | TH THIS OFFICE. | R BUSINE | | |
| 11. Name(s) of General Partner(s) | Address of Each Gener (Do NOT Use Post Office B | al Partner lox Numbers) 11b. | City, State & Zip Code | 11c. _D | Registration/ current Number | |
| FIRST CAPITAL FINANCIAL CORF | | 2 NORTH RIVERSIDE PLA CH | | 473197 | | |
| | | | 9000027 *****52 | 107698 38-01102-017 6125 ****526,25 | | |
| • | | | | | | |
| | | | | | | |

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

| 12. | I do hereby certify that the information supplied with this filing is voluntarily furnished a | and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes, I release the Division of | | | |
|-----|---|---|--|--|--|
| | Corporations from any liability of non-compliance with Section 119.07(3)(k) in the ever | at that the information supplied is deemed exempt from public access. I further certify that the information indicated on | | | |
| | this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trus | | | | |
| | empowered to execute this report as required by chapter 620, Floridal Statutes. | First Capital Financial Corporation | | | |
| | | as Managing General Partner 11/15/08 | | | |

Norman M. Field, Vice President/Treasurer Dayline Telephone Number

Typed or Printed Name of General Partner Signing Form

312/906-6848