FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE

Sandra Mortham

Secretary of State DIVISION OF CORPORATIONS

1. Name of Limited Partnership

A9300001022

FILED

96 DEC -9 PM 2:51

SECRETARY OF STATE TALLAHASSEE, FLORIDA

|--|

CLIFTON/RBG VI LTD. 5a. Capital Contribution Shown on record 3. Date Formed or Registered Principal Office Address Mailing Address 09/30/1993 7200 WEST CAMINO REAL. #314 7200 WEST CAMINO REAL. #314 \$2,034,500,00 **BOGA RATON FL 33433 BOCA RATON FL 33433** 3a. Date of Last Report 02/27/1996 **5b.** Amount of Capital Contributions in FLORIDA to date: 4. State or Country of Formation 2. Mailing Address Principal Office Address FL. Suite, Apt. #, etc. 6. FEI Number 65-0446251 Suite, Apt. #, etc. Applied For Not Applicable City & State City & State \$8.75 Additional Fee Required 7. Certificate of Status Desired Zip Country Zip Country Make check payable to: Dept. of State (See reverse side for fee information) 10. If changed, new Registered Agent/Office 9. Name and Address of Current Registered Agent WIENER, DAVID J ESQ. % LEVY KNEEN BOYES WIENER GOLDSTEIN & KORN Street Address (P.O. Box Number Is Not Acceptable) 1400 CENTREPARK BOULEVARD, SUITE 1400 Suite, Apt. #, etc. WEST PALM BEACH FL 33401 Zip Code City 10a. Pursuant to the provisions of sections 620 1051 and 620, 192. Fiorida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s), I hereby accept the appointment of registered agent. Lam familiar with, and accept the obligations of section 620 192, Florida Statutes. SIGNATURE (Registered Agent Accepting Appointment) A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE. Registration/ Address of Each General Partner (Do NOT Use Post Office Box Numbers) 11b. City, State & Zip Code 11c. 11. Name(s) of General Partner(s) Document Number 7200 WEST CAMINO REAL **BOCA RATON FL 33433** P93000052485 CLIFTON VENTURES, INC. RBG INTERNATIONAL, INC. 154 WEST HUBBARD STRE CHICAGO IL 60610 F93000004082 100002026681--2 12/12/96--01008---015 ****576,25 ****576,25

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 and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes release the Division of
	Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event 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 not 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 truster
	empowered to execute this report as required by chapter and Elorida Statutes. BY CLIFTON VENTURES THE GENERAL PARTNER
	BY. CLIETON VENTURES THE GENERAL PARTNER

BY:	CLIFTON	VENTURES, INC.	GENERAL	PARTNER

Typed or Printed Name of General Partner Signing Form / PHILIP A. BINNS

DATE ___12/04/96

0006601

CR2E003 (6/96)