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

FLORIDA DEPARTMENT OF STATE LIMITED PARTNERSHIP Sandra B. Mortham ANNUAL REPORT Secretary of State 1999 DIVISION OF CORPORATIONS 99 JAN -4 PM 12: 39 **DOCUMENT#** 1. Name of Limited Partnership SECRETARY OF STATE TALLAHASSEE FLORIDA A93000001022 CLIFTON/RBG VI LTD. 3\_ Date Formed or Registered 5a. Capital Contributions as Shown on record. Mailing Address Principal Office Address 09/30/1993 7200-WEST GAMINO REAL #314 7200 WEST CAMINO REAL. #314 \$2,034,500.00 **BOCA RATON FL 33433** BOCA-RATON-FI-33433 3a. Date of Last Report 12/18/1997 5b. Amount of Capital Contributions in FLORIDA to date: 4. State or Country of Formation 2a. Principal Office Address 6. FEI Number Applied For 65-0446251 Not Applicable 7. Certificate of Status Desired \$8.75 Additional 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 Name WIENER, DAVID J ESQ. Street Address (P.O. Box Number Is Not Acceptable) % LEVY KNEEN BOYES WIENER GOLDSTEIN & KORN 1400 CENTREPARK BOULEVARD, SUITE 1400 Suite, Apt. #, etc. WEST PALM BEACH FL 33401 City Zip Code FL 10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida 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. I am 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. Address of Each General Partner Registration/ City, State & Zip Code 11c. 11. Name(s) of General Partner(s) 1a. (Do NOT Use Post Office Box Numbers)
355 NE 5thave Welvay Blach Il BOCA RATON FL 33433 33483 -7200 WEST CAMINO REAL P93000052485 CLIFTON VENTURES, INC. RBG INTERNATIONAL, INC. 154 WEST HUBBARD STRE CHICAGO IL 60610 F93000004082 500002752045--6 -01/22/90--01105--014 \*\*\*\*526.25 \*\*\*\*526.25

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

I do hereby certify that the information supplied with this filling is voluntarily furnished 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 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 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 trustee empowered to execute this report as required by chapter 620, Florida Statutes. SIGNATURE

Typed or Printed Name of General Partner Signing Form

CR2E003 (8/98