A95000000667

CLIFTON
H·O·M·E·S

April 15, 1999

Florida Department of State
Secretary of State
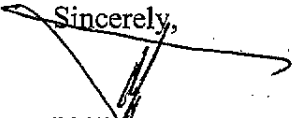Division of Corporations

RE: Document #A95000000667
    FEI #65-0676918
    Clifton/RBG XXII Ltd

To Whom It May Concern,

In reference to the above 1999 Limited Partnership Annual Report, the partnership
terminated August 27, 1997. Please find enclosed the Certificate of Cancellation, the
Annual Report and a check for $52.50.

You can contact me during the day at the address and phone number on this stationary.
Please send acknowledgment to the same address.

Sincerely,

Philip A. Binns
for Clifton/RBG XXII Ltd

4-15-99

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 25, 1999

CLIFTON/RBG XXII LTD.
C/O CLIFTON HOMES
355 NE 5TH AVE., SUITE 4
DELRAY BEACH, FL 33483

SUBJECT: CLIFTON/RBG XXII LTD.
Ref. Number: A95000000667

We have received your document for CLIFTON/RBG XXII LTD.. However, the document has not been filed and is being returned for the following:

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6911.

Brenda Tadlock
Sr. Corporate Section Administrator

Letter Number: 999A00015112

FILED
99 MAY -4 AM 11:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED
MAR 30 1999

CERTIFICATE OF CANCELLATION
FOR

Clifton IRBG XXII Ltd.

Pursuant to the provisions of section 620.113, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on ___4-27-95___ , hereby submits this certificate of cancellation.
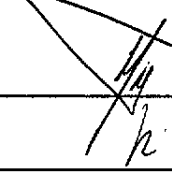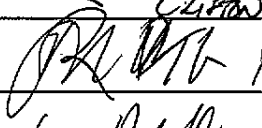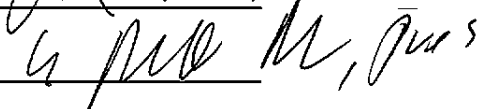
FIRST: Reason for cancellation: (State why partnership is submitting cancellation)

ALL ASSETS OF PARTNERSHIP HAVE BEEN DISPOSED.

99 MAY -4 AM 11:01

FILED
SECRETARY OF STATE

SECOND: This certificate of cancellation shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures of all general partners:

Clifton Ventures II Inc.