FILE ON OR BEFORE DECEMBER 31, 1997 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1998

empowered to execute this report as required to chapter 620, Fi

SIGNATURE ..



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

FILED
Jan 08 1998 8:00 am
Secretary of State

1. Name of Limited Partnership		1a. DOCUM A96000000			
LIFTON/RBG XXIV	LTD.				
					() L
Malling Address		Principal Office Address		3. Date Formed or Registered	5a. Capital Contributions as Shown on record
7200 WEST CAMINO REAL. SUITE 314		7200 WEST CAMINO REAL. SUITE 314		02/12/1996	#1,70,000.00
OGA RATON FL 33433	Ę	BOCA RATON FL 33433		3a. Dale of Last Report	\$1,700,000.00
				12/11/1996	5b. Amount of Capital Contributions in FLORIDA
2. Malling Address		2a. Principal Office Address		4. State or Country of Formation	to date.
uito Ant # oto		And Harle		FL	970,000.00
uite, Apt. #, etc.		Suile, Apt. #, etc. City & State		6. FEI Number 65-061	Applied For Not Applicable
				7. Certificate of Status Desired	58.75 Additiona
ip Country	y 7	þ	Country	8. Make check payable to: Dept. o	Fee Required of State (See reverse side for fee inform
9. Name and	Address of Current Regis	lered Agent	Name	10. If changed, new Register	od Agent/Office
WIENER, DAVID J ESQ.			Street Address (P.O. Box Number Is Not Acceptable)		
C/O LEVY, KNEEN, ET AL	OLUTE 4000			.o. box Number is not Acceptable)	
1400 CENTREPARK BLVD., SUITE 1000 W. PALM BEACH FL 33401			Suite, Apt. #, etc.		
W. FAUN DENOTTE SSTOT			City		FL Zip Code
	registered affice or register	red agent, or both, in the State of Flor	ida. Such change wa	as authorized by its general partner(s). The	reby accept the appointment of registe
for the purpose of changing its agent. I am familiar with, and ac BNATURE (Registered Agent Acceptin	occept the obligations of sec ng Appointment) NER THAT IS A MUST BE	A CORPORATION, L E REGISTERED AN	D ACTIVE V	DATE RTNERSHIP OR OTHE WITH THIS OFFICE.	
for the purpose of changing its agent. I am familiar with, and ad an annual section of the secti	occept the obligations of sec ng Appointment) NER THAT IS A MUST BE	A CORPORATION, L	D ACTIVE V	RTNERSHIP OR OTHE WITH THIS OFFICE.	
for the purpose of changing its agent. I am familiar with, and ad an annual control of the contr	ng Appointment) NER THAT IS A MUST BE	A CORPORATION, L E REGISTERED AN	D ACTIVE V Partner x Numbers) 111	RTNERSHIP OR OTHE WITH THIS OFFICE.	ER BUSINESS ENTIT
for the purpose of changing its agent. I am familiar with, and accepting A GENERAL PARTICLE. Name(s) of General Partner(s)	ng Appointment) NER THAT IS A MUST BE	A CORPORATION, LE REGISTERED AND Address of Each General (Do NO) Use Post Office Bo	D ACTIVE V I Partner x Numbers) 111	RTNERSHIP OR OTHE WITH THIS OFFICE. b. City, State & Zip Code	11c. Registration/ Document Number
for the purpose of changing its egent. I am familiar with, and accepting A GENERAL PARTICAL Name(s) of General Partner(s) CLIFTON VENTURES IV, INC.	ng Appointment) NER THAT IS A MUST BE	A CORPORATION, LE REGISTERED ANI 11a. Address of Each General 11a. (Do NO) Use Post Office Bo	D ACTIVE V I Partner x Numbers) 111	RTNERSHIP OR OTHE WITH THIS OFFICE. b. City, State 8 Zip Code BOCA RATON FL 33433 CHICAGO IL 60610	P95000063605 F9600000398 P358423-01062-020
agent. I am familiar wills, and accepting A GENERAL PARTS 1. Name(s) of General Partner(s	ng Appointment) NER THAT IS A MUST BE	A CORPORATION, LE REGISTERED ANI 11a. Address of Each General 11a. (Do NO) Use Post Office Bo	D ACTIVE V I Partner x Numbers) 111	RTNERSHIP OR OTHE WITH THIS OFFICE. b. City, State 8 Zip Code BOCA RATON FL 33433 CHICAGO IL 60610	11c. Registration/ Document Number P95000063605 F96000000398
for the purpose of changing its agent. I am familiar with, and accepting A GENERAL PARTICLE. Name(s) of Genoral Partner(s) CLIFTON VENTURES IV, INCRES XXIV CORP.	ng Appointment) NER THAT IS A MUST BE	A CORPORATION, LE REGISTERED ANI 11a. Address of Each General 11a. (Do NOT Use Post Office Bo 7200 W. CAMINO REAL, 154 WEST HUBBARD STE	D ACTIVE \ Partner x Numbers) 111	RTNERSHIP OR OTHE WITH THIS OFFICE. b. City, State 8 Zip Code BOCA RATON FL 33433 CHICAGO IL 60610	P95000063605 F9600000398 2398-423 3/9801062-020 541.25 ****541.2

OU FROM VENTORES IV INC.

Typed or Printed Name of General Partner Signing Form BY PHILIP A. BINS ITS PRISIDENTIAL Telephone N

RZED03 (6/97)