

# SECURITIES AND EXCHANGE COMMISSION

## FORM 15-12G

Notice of termination of registration of a class of securities under Section 12(g)

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### FILER

#### **CARLYLE REAL ESTATE LTD PARTNERSHIP XII**

CIK: **700949** | IRS No.: **363149589** | State of Incorporation: **IL** | Fiscal Year End: **1231**  
Type: **15-12G** | Act: **34** | File No.: **000-12433** | Film No.: **99573222**  
SIC: **6500** Real estate

Mailing Address  
*C/O JMB REALTY CORP  
900 N MICHIGAN AVE  
CHICAGO IL 60611*

Business Address  
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900 N MICHIGAN AVE  
CHICAGO IL 60611  
3129151987*

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 15

Certification and Notice of Termination of Registration under Section 12(g) of the Securities and Exchange Act of 1934 or Suspension of Duty to File Reports Under Section 13 and 15(d) of the Securities Exchange Act of 1934.

COMMISSION FILE NO.: 0-12433

CARLYLE REAL ESTATE LIMITED PARTNERSHIP - XII

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(Exact name of registrant as specified in its charter)

900 N. Michigan Avenue, Chicago, Illinois

312-915-1987

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(Address and telephone number of registrant's principal executive offices)

LIMITED PARTNERSHIP INTERESTS

(Title of each class of securities covered by this Form)

NONE

(Title of all other classes of securities for which a duty to file reports under Section 13(a) or 15(d) remains)

Please place an "X" in the boxes to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	[ X ]	Rule 12h-3(b)(1)(ii)	[ ]
Rule 12g-4(a)(1)(ii)	[ ]	Rule 12h-3(b)(2)(i)	[ ]
Rule 12g-4(a)(2)(i)	[ ]	Rule 12h-3(b)(2)(ii)	[ ]
Rule 12g-4(a)(2)(ii)	[ ]	Rule 15d-6	[ X ]
Rule 12h-3(b)(1)(i)	[ X ]		

Approximate number of holders of record as of the certification or notice date:

ZERO - Registrant Liquidated

Pursuant to the requirements of the Securities Exchange Act of 1934. Carlyle Real Estate Limited Partnership - XII has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

JMB REALTY CORPORATION  
Corporate General Partner

By: GAILEN J. HULL

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Gailen J. Hull  
Senior Vice President

Dated: March 25, 1999