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HEARTHSTONE

America's Preeminent Investor in Single-Family Homebuilding

Angie Wong
(415) 249-3934

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-01/30/02--01065--017
*****52.50 *****52.50

January 29, 2002

A97-506

1/30
cancel

Florida Department of State
Division of Corporations - Limited Partnership Section
409 East Gaines Street
Tallahassee, FL 32399

FILED
02 JAN 30 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Certificates of Cancellation

Dear Sir or Madam:

Enclosed for filing are:

1. Certificates of Cancellation (11): original and one copy for acknowledgment;
2. Checks (11) for \$52.50 filing fee for each Certificate of Cancellation.

Please return a stamped acknowledgment copy of each Certificate of Cancellation to:

Angie Wong
Hearthstone
55 Francisco Street, #700
San Francisco, CA 94133

If you have any questions, please contact me at (415) 249-3934. Thank you for your assistance.

Very truly yours,



Angie Wong
Paralegal

Enclosures

**CERTIFICATE OF CANCELLATION
FOR**

BEACHES-PEMBROKE PINES LIMITED PARTNERSHIP

(Insert name currently on file with Florida Dept. of State)

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 February 27, 1997 hereby submits this certificate of cancellation.

FIRST: Reason for cancellation: (State why partnership is submitting cancellation)

The partnership has been dissolved and no longer does any business the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

MS/SEP #2 GP, L.C.

16133 Ventura Boulevard, Suite 1400

Encino, CA 91436

(see signature block attached)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JAN 30 AM 11:09

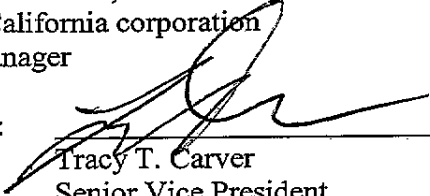
FILED

Certificate of Cancellation

BEACHES-PEMBROKE PINES LIMITED PARTNERSHIP,
a Florida limited partnership

By: MS/SEP #2 GP, L.C.,
a Florida limited liability company
General Partner

By: Hearthstone,
a California corporation
Manager

By: 
Tracy T. Carver
Senior Vice President

Dated: January 18, 2002