

L030000021565

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEC - 7 2006

# HEARTHSTONE

*America's Preeminent Investor in Residential Development*

Angie Wong  
(415) 257-3610  
awong@hearthstone.com

December 4, 2006

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Dissolution of Florida Entities

Dear Sir or Madam:

1. Enclosed for filing are the following documents (original + 1 copy for acknowledgment) with checks for the applicable filing fee:

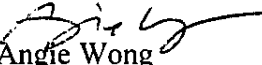
Entity	Document No.	Document	Fee
Jog Palms-Palm Beach Limited Partnership	A03000000884	Certificate of Dissolution	\$52.50
Retreat-Seminole Limited Partnership	A99000001308	Certificate of Dissolution	\$52.50
Portofino-Ft. Myers Limited Partnership	A02000000759	Certificate of Dissolution	\$52.50
MS/SEP #2 GP, L.C.	L03000021565	Articles of Dissolution	\$25.00
Hawk's Haven-Ft. Myers, LLC	M05000000586	Application for Withdrawal	\$25.00

2. Please return one stamped acknowledgment copy of each document to:

Angie Wong  
Hearthstone, Inc.  
781 Lincoln Avenue, Suite 300  
San Rafael, CA 94901

3. If you have any questions, please contact Angie Wong at (415) 257-3610. Thank you for your assistance.

Very truly yours,

  
Angie Wong  
Senior Paralegal

Enclosures

**ARTICLES OF DISSOLUTION  
FOR  
A FLORIDA LIMITED LIABILITY COMPANY**


1. The name of the limited liability company is MS/SEP #2 GP, L.C. (the "Company").
2. The Articles of Organization were filed on June 13, 2003, and assigned document number L03000021565.
3. The effective date of the Company's dissolution is December 31, 2006.
4. Pursuant to Section 608.441, Florida Statutes, the Company is dissolving pursuant to the written consent of all members of the Company.
5. All debts, obligations and liabilities of the Company have been paid or discharged.
6. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.
7. There are no suits pending against the Company in any court.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

HEARTHSTONE MULTI-STATE HOMEBUILDING PARTNERS, L.P.,  
a Delaware limited partnership

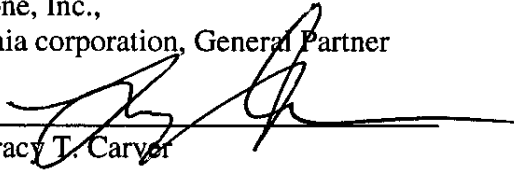
By: Hearthstone Professionals V, L.P.,  
a California limited partnership, General Partner

By: Hearthstone, Inc.,  
a California corporation, General Partner

By:   
Tracy T. Carver  
Executive Vice President-General Counsel

HEARTHSTONE INDEPENDENT INVESTOR PARTNERS, L.P.,  
a California limited partnership

By: Hearthstone, Inc.,  
a California corporation, General Partner

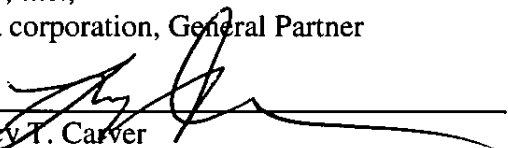
By:   
Tracy T. Carver  
Executive Vice President-General Counsel

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HEARTHSTONE SEPARATE ACCOUNT PARTNERS, L.P.,  
a Delaware limited partnership

By: Hearthstone Professionals IV, L.P.,  
a California limited partnership, General Partner

By: ·Hearthstone, Inc.,  
a California corporation, General Partner

By:   
Tracy T. Carver  
Executive Vice President-General Counsel

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