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~~L960000000723~~

DECEMBER 29, 1997

ACCOUNT #: FCA000000015

AUTHORIZATION: PAUL HODGE *PH Hodge*

TYPE: CORPORATE FILINGS

ORIG. #: *Certified Copy*
~~92-203832~~

COST: \$ 105

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DIVISION OF CORPORATIONS
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DEBTOR NAME:

THE WOODS-LAKE WORTH GP, L.C.

VILLA REGINA-PEMBROKE PINES GP, L.C. } 4

VISCAVA-MIRAMAR GP, L.C.

WESTON HILLS-LAKE COUNTY GP, L.C.

PK
1/8/98
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CT System

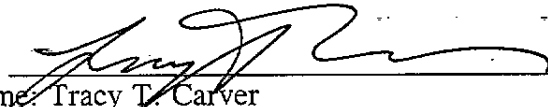
ATTACHMENT 1

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VILLA REGINA-PEMBROKE PINES GP, L.C., a Florida limited liability company - L96000000723

By: HEARTHSTONE ADVISORS, INC., a California corporation,
its Manager

By:


Name: Tracy T. Carver


Title: Senior Vice President

MEMBERS:

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

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


By: HEARTHSTONE V, INC., a California
corporation, its General Partner

By: 
Name: Tracy T. Carver
Title: Vice President

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

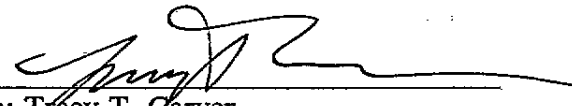
By: Hearthstone Professionals IV, L.P., a California limited
partnership, its General Partner

By: HEARTHSTONE IV, INC., a California
corporation, its General Partner

By: 
Name: Tracy T. Carver
Title: Vice President

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

By: HEARTHSTONE ADVISORS, INC., a California
corporation, its Attorney-In-Fact

By: 
Name: Tracy T. Carver
Title: Senior Vice President

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