FLORIDA FILING

SEARCH Services, INC.



DECEMBER 29, 1997

ACCOUNT #:

FCA00000015

AUTHORIZATION:

TYPE:

CORPORATE FILINGS

ORIG. #:

200002386762

COST:

\$ 105

DEBTOR NAME:

THE WOODS-LAKE WORTH GP, L.C.

VILLA REGINA-PEMBROKE PINES GP, L.C.

VISCAVA-MIRAMAR GP, L.C.

WESTON HILLS-LAKE COUNTY GP, L.C.

P.O. Box 10662

Tallahassee, Florida

32302-2662

(850) 668-4318

Fax (850) 668-3398

Note: We Provide you with the most accurate, up-to-date information possible. However, the ultimate responsibility for maintaining files rests with the filing officer and we will accept NO LIABILITY for errors and omissions. This information should be judged accordingly.

ARTICLES OF DISSOLUTION FOR A FLORIDA LIMITED LIABILITY COMPANY

ON STORE ?	SECRETARY OF C	
L.C.	, 64 1.30	OF STATIONS

1.	The name of the limited liability company is		
	The effective date of the limited liability company's dissolution is		
	A description of the occurrence that resulted in the limited liability company's dissolution pursuant to section 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).		
	By the unanimous written consent of all the members.		
4.	CHECK ONE:		
	 All debts, obligations and liabilities of the limited liability company have been paid or discharged. -OR- 		
	Adequate provision has been made for the debts, obligations and liabilities pursuant to 608.4421.		
5.	All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.		
6.	CHECK ONE:		
	There are no suits pending against the company in any court. - OR-		
	Adequate provision has been made for the satisifaction of any judgement, order or decree which may be entered against it in any pending suit.		
Sig	Signatures of all members: Typed or Printed name		
	See Attachment 1		

ATTACHMENT 1

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

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

Name: Tracy T Carver

Title: Senior Vice President

MEMBERS:

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

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

partnership, its General Partner

By: HEARTHSTONE V, INC., a California

corporation, its General Partner

Title: Vace 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

Name: Tracy T

Title: Vice President

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

By: HEARTHSTONE ADVISORS, INC., a California

corporation, its Attorney-In-Fact

Name: Tracy T. Carver

Title: Senior Vice President