

	State of California Secretary of State Kevin Shelley	200435600001
	CERTIFICATE OF LIMITED PARTNERSHIP	FILED In the office of the Secretary of State of the State of California DEC 14 2004  KEVIN SHELLEY, SECRETARY OF STATE
A \$70.00 filing fee must accompany this form. IMPORTANT - Read instructions before completing this form		
This Space For Filing Use Only		
1. Name of the limited partnership (and the name with the words "Limited Partnership" or the abbreviation "L.P.") <u>Riverlake Villas Partners, L.P.</u>		
2. Street address of principal executive office <u>4995 Murphy Canyon Road, Suite 402</u> City and state <u>San Diego, CA</u> Zip code <u>92123</u>		
3. Street address of California office where records are kept <u>4995 Murphy Canyon Road, Suite 402</u> City <u>San Diego</u> State <u>CA</u> Zip code <u>92123</u>		
4. Complete if limited partnership was formed prior to July 1, 1984 and is in existence on the date this certificate is executed. The original limited partnership certificate was recorded on _____ with the recorder of _____ county. File or recordation number _____		
5. Name the agent for service of process and check the appropriate provision below: <u>Alberto Hamui</u> which is <input checked="" type="checkbox"/> an individual residing in California. Proceed to item 6. <input type="checkbox"/> a corporation which has filed a certificate pursuant to section 1505. Proceed to item 7.		
6. If an individual California address of the agent for service of process: Address: <u>4995 Murphy Canyon Road, Suite 402</u> City: <u>San Diego</u> State: <u>CA</u> Zip code: <u>92123</u>		
7. Names and addresses of all general partners: (Attach additional pages, if necessary) A. Name: <u>Riverlake Villas Developers, L.P.</u> Address: <u>4995 Murphy Canyon Road, Suite 402</u> City: <u>San Diego</u> State: <u>CA</u> Zip code: <u>92123</u>		
B. Name: _____ Address: _____ City: _____ State: _____ Zip code: _____		
8. Indicate the number of general partners' signatures required for filing certificates of amendment, restatement, merger, dissolution, continuation and cancellation. <u>1</u>		
9. Other matters to be included in this certificate may be set forth on separate attached pages and are made a part of this certificate. Other matters may include the purpose of business of the limited partnership E.G. Gambling Enterprise.		
10. Number of pages attached, if any: <u>0</u>		
11. I certify that the statements contained in this document are true and correct to my own knowledge. I declare that I am the person who is executing this instrument, which execution is my act and deed. <u>SPAPHC Co, a California corporation</u> Signature <u>General Partner of Riverlake Villas Developers, L.P.</u> Position or Title <u>Teofilo Hamui</u> Print Name <u>Teofilo Hamui</u> Date <u>12/14/04</u> Signature <u>Vice President</u> Position or Title _____ Print Name _____ Date _____		
SEC/STATE (REV. 01/03) FORM LP-1 - FILING FEE: \$70.00 Approved by Secretary of State		