

Certificate of Limited Partnership

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FILED

December 29, 2009

Sec. Of State

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Name of Limited Partnership:

RMC TAX LIEN INVESTMENT FUND II, LLLP

Street Address of Limited Partnership:

1733 WEST FLETCHER AVENUE
TAMPA, FL. 33612

Mailing Address of Limited Partnership:

1733 WEST FLETCHER AVENUE
TAMPA, FL. 33612

The name and Florida street address of the registered agent is:

MITCHELL F RICE
1733 WEST FLETCHER AVENUE
TAMPA, FL. 33612

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MITCHELL F. RICE

The name and address of all general partners are:

Title: G
RMCTLIF II, LLC
1733 WEST FLETCHER AVENUE
TAMPA, FL. 33612

The effective date for this Limited Partnership shall be:

12/29/2009

This Limited Partnership is a Limited Liability Limited Partnership.

Signed this Twenty Ninth day of December, 2009

I (we) declare the I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

General Partner Signature: MITCHELL F. RICE