

# Certificate of Limited Partnership

A11000000626  
FILED  
August 22, 2011  
Sec. Of State  
gharvey

Name of Limited Partnership:

EPOCH PROPERTIES MULTI-FAMILY OPPORTUNITY FUND, LTD.

Street Address of Limited Partnership:

359 CAROLINA AVENUE  
SUITE 200  
WINTER PARK, FL. US 32789

Mailing Address of Limited Partnership:

359 CAROLINA AVENUE  
SUITE 200  
WINTER PARK, FL. US 32789

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

GRANT T DOWNING  
222 WEST COMSTOCK AVENUE  
SUITE 101  
WINTER PARK, FL. 32789

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

Registered Agent Signature: GRANT T. DOWNING

The name and address of all general partners are:

Title: G  
EPI-OPPORTUNITY, LLC  
359 CAROLINA AVENUE; STE. 200  
WINTER PARK, FL. 32789 US

Signed this Twenty Second day of August, 2011

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: JAMES H. PUGH, JR., MGRM

The individual(s) signing this document affirm(s) that the facts stated herein are true and the individual(s) is/are aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.