Certificate of Limited Partnership

A13000000227 FILED April 30, 2013 Sec. Of State

Name of Limited Partnership:

EPOCH PROPERTIES MULTI-FAMILY OPPORTUNITY FUND II, 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 II, LLC 359 CAROLINA AVENUE, STE. 200 WINTER PARK, FL. 32789 US

Signed this Thirtieth day of April, 2013

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: GREG JACOBY, MANAGING MEMBER

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.