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(Address)

(Address)

(City/State/Zip/Phone #)

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12-30-13

CT Corporation System

December 27, 2013

Secretary of State, Florida
2661 Executive Circle Center
Tallahassee FL 32301

Re: Order #: 9000920 SO
Customer Reference 1: IPCC Family Discount
Customer Reference 2: Portfolio II- AL, FL, KY,

Dear Secretary of State, Florida :

Please obtain the following:

Family Discount Portfolio II DST (DE)
Qualification
Florida

Family Discount Portfolio II DST (DE)
Certificate of Status/Authorization-Foreign
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092 . Thank you very much for your help.

Sincerely,

Connie R Bryan
Senior Fulfillment Specialist
Connie.Bryan@wolterskluwer.com

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Family Discount Portfolio II DST

Enclosed is an original and one (1) copy of the Declaration of Trust and a check for:

FEES:

| | |
|----------------------|----------|
| Declaration of Trust | \$350.00 |
|----------------------|----------|

OPTIONAL:

| | |
|----------------|---------|
| Certified Copy | \$ 8.75 |
|----------------|---------|

FROM: Kathi Newell, The Inland Real Estate Group, Inc.

Name (Printed or typed)

2901 Butterfield Road

Address

Oak Brook, Illinois 60523

City, State & Zip

(630) 218-8000

Daytime Telephone number

**AFFIDAVIT TO THE FLORIDA SECRETARY OF STATE
TO FILE OR QUALIFY**

FAMILY DISCOUNT PORTFOLIO II DST

A DELAWARE STATUTORY TRUST

In accordance with Section 609.02 of the Florida Statutes, pertaining to
Common Law Declarations of Trust, the undersigned, the Chairman of the
Board of Trustees of Family Discount Portfolio II DST, a
(Name of Trust)
Delaware Trust hereby affirms in order to file or qualify
(State)
Family Discount Portfolio II DST, in the State of Florida.
(Name of Trust)

1. Two or more persons are named in the Trust.

2. The principal address is 2901 Butterfield Road

Oak Brook, Illinois 60523

3. The registered agent and street address in the State of Florida is:
CT Corporation System, 1200 South Pine Island Road

Plantation, Florida 33324

4. Acceptance by the registered agent: Having been named as registered
agent to accept service of process for the above named Declaration of Trust
at the place designated in this affidavit, I hereby accept the appointment as
registered agent and agree to act in this capacity.

Connie Bryan

(Signature of Registered Agent)

Connie Bryan

Assi Secretary

5. I certify that the attached is a true and correct copy of the Declaration of
Trust under which the association proposes to conduct its business in
Florida.

Subscribed and sworn to before me
this 26th day of December, 2013.

Judy L. Millette
Notary Public

Family Discount Portfolio II DST, a Delaware statutory
trust

By: Family Discount Portfolio II Exchange, L.L.C., a
Delaware limited liability company, its signatory
trustee

By: Inland Private Capital Corporation, a Delaware
corporation, its sole member

By: Joseph E. Binder
Joseph E. Binder, Senior Vice President



Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF STATUTORY TRUST REGISTRATION OF "FAMILY DISCOUNT PORTFOLIO II DST", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2013, AT 4:17 O'CLOCK P.M.



5454956 8100

131468229

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1013031

DATE: 12-26-13

**CERTIFICATE OF TRUST
OF
FAMILY DISCOUNT PORTFOLIO II DST**

This Certificate of Trust of Family Discount Portfolio II DST (the "Trust") dated as of December 23, 2013, is being duly executed and filed on behalf of the Trust by the undersigned, as trustees, to form a statutory trust under the Delaware Statutory Trust Act (12 Del. C. § 3801 et seq.) (the "Act").

1. Name. The name of the statutory trust formed hereby is Family Discount Portfolio II DST.
2. Delaware Trustee. The name and business address of the trustee of the Trust in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801 (County of New Castle County).
3. Effective Date. This Certificate of Trust shall be effective upon filing with the Delaware Secretary of State's Office.

WHEREFORE, the undersigned have duly executed this Certificate of Trust in accordance with Section 3811 (a)(1) of the Act.

SIGNATORY TRUSTEE:

Family Discount Portfolio II Exchange,
L.L.C., a Delaware limited liability company,
as Signatory Trustee

By: Inland Private Capital Corporation, a
Delaware corporation, its sole member

By: /s/ Cathleen M. Hrtanek
Cathleen M. Hrtanek
Secretary

DELAWARE TRUSTEE:

The Corporation Trust Company, a Delaware
corporation, as Delaware Trustee

By: /s/ Victor A. Duva
Victor A. Duva
Vice President

Delaware

PAGE 1

The First State

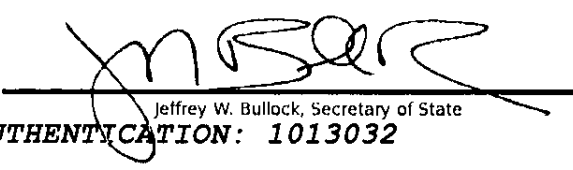
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FAMILY DISCOUNT PORTFOLIO II DST" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2013.

5454956 8300

131468229

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1013032

DATE: 12-26-13