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Foreign Limited Liability Company Epoch-Thornton Park Apartments, LLC

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June 16, 2015

FLORIDA DEPARTMENT OF STATE Division of Corporations

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SUBJECT: EPOCH-THORNTON PARK APARTMENTS, LLC

REF: W15000041841

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EPOCH-THORNTON PARK APARTMENTS, LLC

TYPE OF FILING: APPLICATION FOR AUTHORITY

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ACCOUNT: FCA00000015

AUTHORIZATION: ABBIE/PAUL HODGE

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Epoch-Thornton Park Apartments, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C," or "LLC.") 2. Delaware Applied For (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) Date of filing of this Application. (Date first transacted business in Florida, if prior to registration.) (See sections 605.0904 & 605.0905, F.S. to determine penalty liability) 359 Carolina Avenue, Ste. 100 Winter Park, Florida 32789 (Street Address of Principal Office) (Mailing Address) 7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable) Grant T. Downing Name: 222 Comstock Ave., Ste. 101 Office Address: Winter Park, Florida Florida Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. 8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are; Epoch Properties Multi-Family Opportunity Fund III, Ltd., Member 359 Carolina Avenue, Ste. 100 Winter Park, Florida 32789 9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted) Signature of an authorized person

(In accordance with section 605.0203, F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any 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.)

Jeffrey E. Decker

Typed or printed name of signee

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "EPOCH-THORNTON PARK APARTMENTS,

LLC" 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 SIXTEENTH DAY OF JUNE,

A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID

"EPOCH-THORNTON PARK APARTMENTS, LLC" WAS FORMED ON THE SECOND

DAY OF JUNE, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE

NOT BEEN ASSESSED TO DATE.

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150928060

AUTHENTICATION: 2470002

DATE: 06-16-15

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