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EXAMINER

Charles O. Morgan, Jr., P.A. Attorneys at Law

1300 NORTHWEST 167TH STREET SUITE 3

MIAMI, FLORIDA 33169

CHARLES O. MORGAN, JR. LAURA M. HORTON TERESA A. PEREZ TELEPHONE (305) 624-0011 FAX (305) 624-0423 cmorgan@cmorgan!aw.net

April 2, 2010

Registration Section Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

Re: Landon Beta Limited Partnership, a Florida limited partnership

To Whom It May Concern:

My client wishes to convert Landon Beta Limited Partnership, a Nevada limited partnership, to wit "Other Organization," into Landon Beta Limited Partnership, a Florida limited partnership in accordance with §620.2104, of the Florida Statutes.

Enclosed please a check for filing fees in the amount \$1,157.50 to effect same as follows:

١.	Florida Certificate of Limited Partnership	2	965.00
2.	Registered Agent Designation		35.00
3.	Certificate of Conversion		52.50
4.	Two certified copies of the Certificate of Conversion,		
	including the Florida Certificate of Limited Partnership		105.00
	•	\$	1,157.50

When same have been filed accordingly, please issue and mail to the undersigned two certified copies of the Certificate of Conversion, which includes the Florida Certificate of Limited Partnership.

Thank you for your cooperation.

very truly yours

Charles O. Morgan Jr.

COM: pmg

Enclosures: as stated

cc:

R. Kirk Landon Frank Beck, CPA



CERTIFICATE OF CONVERSION for "OTHER BUSINESS ORGANIZATION" into FLORIDA LIMITED PARTNERSHIP

This Certificate of Conversion and attached Certificate of Limited Partnership are submitted to convert the following "Other Business Entity" into a Florida limited partnership in accordance with §620.2104, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

LANDON BETA LIMITED PARTNERSHIP, a Nevada limited partnership

- 2. The "Other Business Entity" is a limited partnership, first organized, formed or incorporated under the laws of Nevada on June 14, 1999.
- 3. The name of the Florida limited partnership as set forth in the attached Certificate of Limited Partnership:

LANDON BETA LIMITED PARTNERSHIP, a Florida limited partnership

- 4. The conversion was approved as required by Chapter 620, F.S., and was approved in such a manner that complied with the converting organization's governing law.
 - 5. The effective date for the conversion shall be the date of filing.

Signed this $30^{4/3}$ day of March, 2010.

General Partner listed in attached Certificate of Limited Partnership:

By: R. KIRK LANDON, President of

LANDON BETA, INC, a Florida corp.

Other Business Entity:

By: R. KIRK LANDON, President of

LANDON BETA, INC, a Florida corp.

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CERTIFICATE OF LIMITED PARTNERSHIP FOR FLORIDA LIMITED PARTNERSHIP

- 1. Name of limited partnership: LANDON BETA LIMITED PARTNERSHIP, a Florida limited partnership.
- 2. Street and mailing address of initial designated office: 255 Alhambra Circle, Suite 820, Coral Gables, FL 33134.
 - 3. Name and address of Registered Agent for Service of Process:

CHARLES O. MORGAN, JR., ESQUIRE 1300 NW 167th Street Suite 3 Miami, FL 33169

4. 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.

Signature of Registered Agent

- 5. LANDON BETA LIMITED PARTNERSHIP does not elect to be a limited liability limited partnership.
 - 6. Name and business address of each general partner:

LANDON BETA, INC., a Florida corporation 255 Alhambra Circle Suite 820 Coral Gables, FL 33134

7. The effective date shall be the date of filing.

Signed this $30^{+/1}$ day of March, 2010.

GENERAL PARTNER:

R. KIRK LANDON, President of

LANDON BETA, INC, a Florida corp.