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SECRETARY OF STATE
DIVISION OF CONFIDENTIALITY
10 APR 26 PM 12:36

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April 22, 2010

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

Re: Landon Gamma Limited Partnership, a Florida limited partnership

To Whom It May Concern:

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

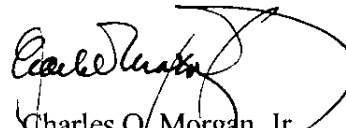
Enclosed please a check for filing fees in the amount \$1,157.50 to effect same as follows:

1.	Certificate of Limited Partnership for Florida LP	\$	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 Certificate of Limited Partnership for Florida 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 GAMMA 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 May 25, 1999.

3. The name of the Florida limited partnership as set forth in the attached Certificate of Limited Partnership:

LANDON GAMMA 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 20th day of April, 2010.

General Partner listed in attached Certificate of Limited Partnership:


By: R. KIRK LANDON, President of
LANDON GAMMA, INC, a Florida corp.

Other Business Entity:


By: R. KIRK LANDON, President of
LANDON GAMMA, INC, a Florida corp.

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CERTIFICATE OF LIMITED PARTNERSHIP FOR
FLORIDA LIMITED PARTNERSHIP

1. Name of limited partnership: LONDON GAMMA 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. LONDON GAMMA LIMITED PARTNERSHIP **does not** elect to be a limited liability limited partnership.


6. Name and business address of each general partner:

LONDON GAMMA, 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 20th day of April, 2010.

GENERAL PARTNER:



R. KIRK LANDON, President of
LONDON GAMMA, INC, a Florida corp.

LANDON GAMMA, LP
PLAN OF CONVERSION

THIS PLAN OF CONVERSION, entered into this 20th day of April, 2010, by and between LANDON GAMMA, LP, a Nevada limited partnership, and LANDON GAMMA, LP, a Florida limited partnership, is in accordance with Florida Statute §620.2102, and is being submitted in accordance with Florida Statute §620.2103.

WITNESSETH

WHEREAS LANDON GAMMA, INC. a Nevada corporation is the sole General Partner, and LANDON BETA, LP, a Nevada limited partnership and R. KIRK LANDON are the Limited Partners of LANDON GAMMA, LP, a Nevada limited partnership; and

WHEREAS the parties deem it is in their best interests to convert LANDON GAMMA LP, a Nevada limited partnership into LANDON GAMMA, LP, a Florida limited partnership.

NOW THEREFORE, it is agreed as follows:

1. CONVERSION. LANDON GAMMA, LP, a Nevada limited partnership, is to be converted into LANDON GAMMA, LP, a Florida limited partnership, upon the terms and conditions set forth herein. LANDON GAMMA, LP, a Florida limited partnership, is to be the resulting, surviving and continuing partnership, and LANDON GAMMA, LP, a Nevada limited partnership is to be terminated.

2. PURPOSES OF BUSINESS. After the conversion, LANDON GAMMA, LP, a Florida limited partnership, shall continue the same business heretofore operated by LANDON GAMMA, LP, a Nevada limited partnership.

3. MANAGEMENT. The affairs of LANDON GAMMA, LP, a Florida limited partnership, after the conversion, shall be conducted by LANDON GAMMA, INC., a Florida corporation as General Partner.

4. SURVIVING PARTNERSHIP AGREEMENT. All of the terms and conditions of LANDON GAMMA, LP, a Nevada limited partnership, dated June 14, 1999, shall remain in full force and effect and shall govern and continue all operations of LANDON GAMMA, LP, a Florida limited partnership.

5. ENTIRE AGREEMENT. The agreement contains the entire understanding of the parties with respect to its subject matter, and may not be amended, modified, altered or varied, except by written agreement between the parties.

IN WITNESS WHEREFORE, the undersigned parties have signed this agreement as of the date first above written.

LANDON GAMMA, INC. a Nevada corporation,
General Partner of LANDON GAMMA, LP,
a Nevada limited partnership

By:



R. KIRK LANDON, President

LANDON GAMMA, INC. a Florida corporation,
General Partner of LANDON GAMMA, LP,
a Florida limited partnership

By:



R. KIRK LANDON, President