

P10000026588

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100171998931

03/25/10--01016--027 **128.75

MRS
3/26

FILED
10 MAR 25 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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@cmorganlaw.net

March 16, 2010

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

Re: Landon Beta, Inc., a Florida corporation

To Whom It May Concern:

My client wishes to convert Landon Beta, Inc., a Nevada corporation, into Landon Beta, Inc., a Florida corporation in accordance with §607.1801, of the Florida Statutes.

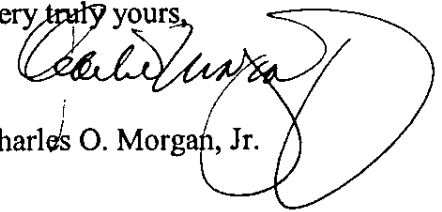
Enclosed please find two (2) originals of the Articles of Incorporation for the above-named corporation, with the requisite Registered Agent Certificate. Also enclosed please find Certificate of Domestication.

Enclosed please find a check for filing fees in the amount of \$128.75 to effect same as follows:

1.	Florida Articles of Incorporation	\$	35.00
2.	Registered Agent Certificate		35.00
3.	Certified Copy of said Articles of Incorporation		8.75
4.	Certificate of Domestication		<u>50.00</u>
	Total to file and domesticate	\$	128.75

Should you need anything further, please let me know.

Very truly yours,


Charles O. Morgan, Jr.

COM:nc

Enclosures: as stated

cc: R. Kirk Landon
Frank Beck, CPA

CERTIFICATE OF DOMESTICATION

The undersigned, R. KIRK LANDON, President of LANDON BETA, INC, a Nevada corporation, in accordance with §607.1801, Florida Statutes, does hereby certify:

1. The date on which the corporation was first formed was May 24, 1999.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Nevada.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was LANDON BETA, INC.
4. The name of the corporation, as set forth in its articles of incorporation, to be executed, filed and recorded in accordance with to §§607.0202 and 607.0401 with this certificate is LANDON BETA, INC.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law, immediately before the filing of the Certificate of Domestication was Nevada.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to §607.1801.

I am R. KIRK LANDON, of Miami, Florida, and am authorized to sign this Certificate of Domestication as president of LANDON BETA, INC., a Nevada corporation, and have done so this the 10th day of March, 2010.


R. KIRK LANDON

FILED
10 MAR 25 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
LONDON BETA, INC.

FILED

10 MAR 25 PM 2:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The corporation shall be known as:

LONDON BETA, INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of this business and the proposed objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do, viz:

A. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.

B. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

C. To conduct its business at multiple locations, have one or more offices at multiple locations, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property (including franchises, patents, copyrights, trademarks and licenses) in the State of Florida, as well as in the District of Columbia, all other states, territories, possessions and dependencies of the United States, and all other countries or places whatsoever.

D. To contract debts and borrow money. To issue, sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure a payment of corporate indebtedness, as may be required.

E. To take, acquire, rent, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve, construct, erect, build, equip, repair, improve and otherwise deal in, manage and dispose of real estate and real property (including but not limited to houses, commercial properties, apartment house, hotels and motels, and the operation thereof, and the leasing of rooms or apartments therein, both furnished and unfurnished), streets, sidewalks, reservoirs, waterworks, sewers, docks, fills, subdivisions, and all other kinds of property of whatsoever nature, whether real, personal or mixed, or any interests or rights therein without limits as to amounts; to buy, sell, assign, convey and cancel liens upon personal property and real estate of every kind and nature whatsoever; to act as broker or agent for the purchase, sale, leasing, and management of real estate and the negotiating of loans; to draw, accept, endorse, discount and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments of whatsoever nature, and to secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take, acquire, hold, exchange and deal in shares, stocks, bonds, obligations or securities of any government or authority, individual or corporation.

F. To purchase the corporate assets of any other corporation and to engage in the same or other character of business.

G. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or to dispose of, the shares of the capital stock of or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government; and, while the owner of such securities or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government; and, while the owner of such stock, to exercise all rights, powers and privileges or ownership, including the right to vote such stock.

H. To do all and everything necessary and proper for the accomplishments of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in the Certificate of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee or otherwise; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful business whether or not such business is similar in nature to the purposes and objects set forth in the Certificate of Incorporation, or any amendments thereto.

I. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, or deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.

J. To become a partner or joint adventurer with any other person, persons, corporation or corporations, and to cause to be formed and to promote and aid in every way in the formation of any corporations, domestic or foreign, public or private.

K. The foregoing provisions of this Article II shall be construed both as purposes and powers and each as an independent purpose and power. The foregoing enumeration of specific purposes and powers shall not be held to limit or restrict in any manner and the purposes and powers of the corporation, and the purposes and powers herein specified shall, except when otherwise provided in this Article II, be in no wise limited or restricted by reference to, or inference from, the terms of any provision of this or any other Article of these Articles of Incorporation; provided, that the corporation shall not carry on any business or exercise any power in any state, territory or country which under the laws thereof the corporation may not lawfully carry on or exercise.

ARTICLE III CAPITAL STOCK

A. The shares of the capital stock of this corporation, all of which shall be fully paid and non-assessable, shall consist of Six Thousand (6,000) shares of common stock with a par value of One Dollar (\$1.00) per share, and may be issued by this corporation, as, when, and for such considerations as may be fixed from time to time by the Board of Directors.

B. All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Five Hundred and no/100 (\$500.00) Dollars.

ARTICLE V TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI PRINCIPAL OFFICE AND REGISTERED AGENT

A. The initial street address of the principal office of this corporation in the State of Florida shall be 255 Alhambra Circle, Suite 820, Coral Gables, Florida 33134.

B. The Registered Agent of this corporation shall be CHARLES O. MORGAN, JR., 1300 Northwest 167th Street, Suite 3, Miami, Florida 33169.

ARTICLE VII
BOARD OF DIRECTORS

A. The corporation shall have at least one (1) director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

B. The name of the sole director of the corporation, who shall hold office for the first year or until his successor is duly elected and qualified shall be:

R. KIRK LANDON
255 Alhambra Circle
Suite 820
Coral Gables, Florida 33134

ARTICLE VIII
INCORPORATORS

The name and address of the sole incorporator is as follows:

R. KIRK LANDON
255 Alhambra Circle
Suite 820
Coral Gables, Florida 33134

ARTICLE IX
INTERESTED TRANSACTIONS

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Stockholders or Board of Directors, if applicable, and proposed to them by the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

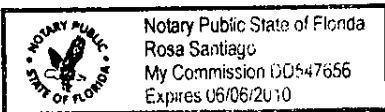
IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 10 day of March, 2010.



R. KIRK LANDON

STATE OF FLORIDA)
 ss:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared R. KIRK LANDON, to me well known to be the person described herein as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal this 10 day of March, 2010.




Print Name: ROSA SANTIAGO
Notary Public, State of Florida
My Commission Expires: 6/6/2010

FILED
NO MAR 25 PM 2:59
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT WHOM PROCESS MAY BE SERVED UPON

In pursuance of Chapter 608, Florida Statutes, the following is submitted in compliance with said Act:

That LANDON BETA, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Coral Gables, Florida, has named CHARLES O. MORGAN, JR., located at 1300 Northwest 167th Street, Suite 3, City of Miami, County of Miami-Dade, State of Florida, 33169, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above signed corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

By: _____

CHARLES O. MORGAN, JR.

FILED
10 MAR 25 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA