

SECURITIES AND EXCHANGE COMMISSION

FORM CERTNAS

Certification by the NASDAQ Stock Exchange approving securities for listing

Filing Date: **2013-01-28**
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FILER

GLADSTONE LAND Corp

CIK: **1495240** | IRS No.: **541892552** | State of Incorpor.: **DE** | Fiscal Year End: **1231**
Type: **CERTNAS** | Act: **34** | File No.: **001-35795** | Film No.: **13000105**
SIC: **6798** Real estate investment trusts

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13000105

Received SEC

NASDAQ
THE NASDAQ OMX GROUP

JAN 28 2013

Washington, DC 20549

William Slattery, CFA
Vice President
Listing Qualifications

By Electronic Mail

January 28, 2013

CERTNAS

Mr. Jeffrey Thomas
Chief, IT Services
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Dear Mr. Thomas:

This is to certify that on January 28, 2013 The Nasdaq Stock Market (the "Exchange") received from Gladstone Land Corporation (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, \$0.001 par value per share

We further certify that the security described above have been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

William Slattery