

P00000014692

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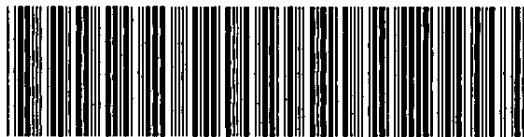
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EFFECTIVE DATE
9-30-08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 AUG 19 PM 3:26

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Morgan

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Beyond Conceptual, Inc.

(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Markus Mueller

(Contact Person)

Beyond Conceptual, Inc.

(Firm/Company)

222 Lakeview Avenue, #160-380

(Address)

West Palm Beach, FL 33401-6145

(City/State and Zip Code)

For further information concerning this matter, please call:

Markus Mueller

(Name of Contact Person)

At (561) 312-9612

(Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER
(Profit Corporations)

EFFECTIVE DATE
9-30-08

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the **surviving** corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/ applicable) |
|-------------------------|---------------------|--|
| Beyond Conceptual, Inc. | Florida | P00000014692 |

Second: The name and jurisdiction of each **merging** corporation:

| <u>Name</u> | <u>Jurisdiction</u> | <u>Document Number</u> (If known/ applicable) |
|----------------------------|---------------------|--|
| Mueller & Associates, Inc. | Florida | K78690 |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

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TALLAHASSEE, FLORIDA

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 09 /30 /2008 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by **surviving** corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on August 10, 2008

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by **merging** corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on August 10, 2008

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Name of Corporation

Typed or Printed Name of Individual & Title

McLennan
N. Wick

Sabine Cassell, President

Markus Mueller, President

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the **surviving** corporation:

Name

Jurisdiction

Beyond Conceptual, Inc.

Florida

Second: The name and jurisdiction of each **merging** corporation:

Name

Jurisdiction

Mueller & Associates, Inc.

Florida

Third: The terms and conditions of the merger are as follows:

Effective September 30, 2008, Mueller & Associates will be merged with Beyond Conceptual, Inc., with the surviving corporation being the latter entity. Mueller & Associates, Inc. will cease operations with all assets and liabilities being transferred to Beyond Conceptual, Inc., the surviving corporation.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:
See attached

(Attach additional sheets if necessary)

Merger Beyond Conceptual, Inc. and Mueller & Associates, Inc.

Fourth: The manner of converting the shares:

On and subject to the terms and conditions of this agreement, Beyond Conceptual, Inc. agrees to acquire from the stockholders of Mueller & Associates, Inc., all of the issued outstanding common stock of Mueller & Associates, and the stockholder of Mueller & Associates, Inc. transfer to Beyond Conceptual, Inc. all of the issued and outstanding shares of Mueller & Associates, Inc.'s stock in exchange for the issuance to each of the stockholders of Mueller & Associates, Inc. one (1) share of Beyond Conceptual, Inc.'s unregistered common stock with a par value of \$ 0.01 per share for each tendered share of Mueller & Associates, Inc.

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:
Not applicable

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:
None