Division of Corporations



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MERGER OR SHARE EXCHANGE

BEYOND THE KINGDOM, INC.

Certificate of Status	0
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Merger & N.C.

MAY 11 2009

EXAMINE ROOS

Florida Dept. of State Electronic Filing Facalmile Audit No. 1109000 118,424

STATE OF FLORIDA ARTICLES OF MERGER OF

BJD PLANNING, INC., a Florida corporation, and TV TOYS, INC., a Florida corporation INTO

BEYOND THE KINGDOM, INC., a Florida corporation

These ARTICLES OF MERGER are between BJD PLANNING, INC., a Florida corporation ("BJD Planning"), TV TOYS, INC., a Florida corporation ("TV TOYS"); and BEYOND THE KINGDOM, INC., a Florida corporation ("Beyond the Kingdom").

Pursuant to Section 607.1105 of the Florida Business Corporation Act (the "Act"), the undersigned corporations adopt the following Articles of Merger:

- The Agreement and Plan of Merger dated May 8, 2009 ("Agreement"), between BJD Planning, TV Toys, and Beyond the Kingdom was approved and adopted by the shareholders of BID Planning on May 8, 2009, was adopted by the shareholders of TV Toys on May 8, 2009 and was adopted by the shareholders of Beyond the Kingdom on May 8, 2009.
- Pursuant to the Agreement, all issued and outstanding shares of BJD Planning and TV Toys will be acquired by means of a merger of BJD Planning and TV Toys with Beyond the Kingdom with Beyond the Kingdom being the surviving corporation ("Merger").
- The Agreement is attached as Exhibit A and incorporated by reference as if fully set forth. 3.
- Pursuant to §607.1105(1)(b) of the Act, the date and time of the effectiveness of the Merger shall be the date and time of the filing of these Articles of Merger with the Florida Secretary of State.

Signed as of the 8th day of May, 2009.

BJD PLANNING, INC.,

Bernadette DiFrancesco, President

OND THE KINGDOM, INC

corporation

Bernadette DiFrancesco.

EXHIBIT A

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AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER (this "Agreement"), is made as of May 8, 2009, by and among BJD PLANNING, INC., a Florida corporation ("BJD Planning"), TV TOYS, INC., a Florida corporation ("TV TOYS") and BEYOND THE KINGDOM, INC., a Florida corporation ("Beyond the Kingdom").

Pursuant to Section 607.1101, Florida Statutues, the undersigned corporations adopt the following Agreement and Plan of Merger:

1. The name and jurisdiction of the surviving corporation ("Surviving Corporation") is:

Beyond the Kingdom, a Florida corporation

2. The name and jurisdiction of each merging corporation are:

BJD Planning, Inc., a Florida corporation TV Toys, Inc., a Florida corporation

- 3. The terms and conditions of the merger are as follows:
- a. Merger of BJD Planning and TV Toys into Beyond the Kingdom. Upon the terms and conditions set forth in this Agreement, at the effective date of filing this Agreement and Plan of Merger with the Florida Secretary of State, BJD Planning and TV Toys shall be merged with and into Beyond the Kingdom, and the separate existence of BJD Planning and TV Toys shall cease (the "Merger"). Beyond the Kingdom shall continue as the surviving corporation of said Merger (the "Surviving Corporation"). The Merger shall have the effects set forth in this Agreement and in the applicable provisions of the Florida Business Corporation Act.
- b. <u>Effective Time</u>. Subject to the provisions of this Agreement, articles of merger (the "Articles of Merger") shall be duly prepared and executed in accordance with the Florida Business Corporation Act and delivered to the Secretary of State of the State of Florida for filing. The Merger shall become effective upon the date and time of the filing of the Articles of Merger with the Secretary of State of the State of Florida (the "Effective Time").
 - c. Articles of Incorporation and Bylaws; Directors and Officers. Upon the Effective Time:
- (1) the Articles of Incorporation of Beyond the Kingdom shall continue as the Articles of Incorporation of the Surviving Corporation;
- (2) the Bylaws of Beyond the Kingdom shall continue as the Bylaws of the Surviving Corporation; and
- (3) The officers and directors of Beyond the Kingdom shall continue as the officers and directors of the Surviving Corporation.
- d. <u>Capital Stock</u>. As of the Effective Time, by virtue of the Merger and without any action on the part of any holder of BJD Planning common stock or TV Toys common stock, all shares of BJD Planning and all shares of TV Toys shall be cancelled and all rights in respect thereof shall cease. All outstanding shares of Beyond the Kingdom shall remain in full force and effect.

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4. Article I of the Articles of Incorporation of the Surviving Corporation is hereby deleted in its entirety and is restated as follows:

ARTICLE 1 Corporate Name and Principal Address

The name and principal address of the Corporation is:

BJD PLANNING, INC. 362 Cedarcrest Court Lake Mary, Florida 32746

5. Except as amended herein, the rest and remainder of the Articles of Incorporation of the Surviving Corporation shall be and remain in full force and effect.

IN WITNESS WHEREOF, each party hereto has executed or caused this Agreement and Plan of Merger to be executed on its behalf, all on the day and year first above written.

BJD PLANNING, INC., a Florida corporation

Bernadette DiFrancesco, President

a Florida comorazion

Coma Modery, President

BEYOND THE KINGDOM, INC.,

a Florida corporation

Bernadette DiFrancesco, President