

P97000092145

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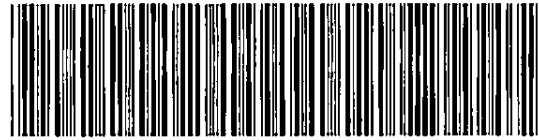
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NAME: ZA GROUP INC.

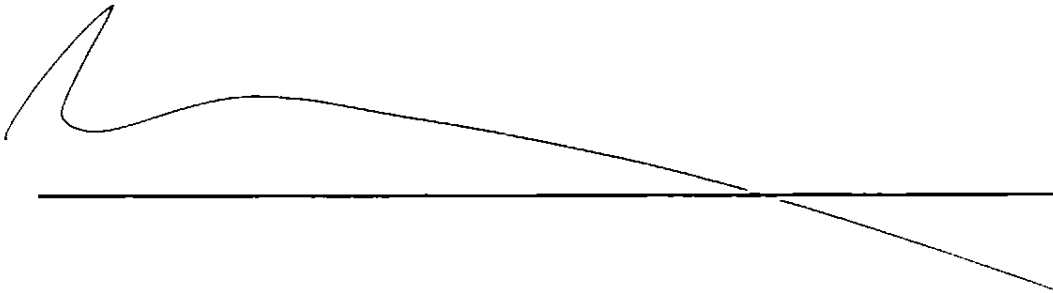
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ZA Group Inc.

DOCUMENT NUMBER: P97000092145

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jonathan Leinwand
Name of Contact Person
Jonathan D. Leinwand, P.A.
Firm/ Company
18305 Biscayne Blvd Suite 200
Address
Aventura, FL 33160
City/ State and Zip Code
jonathan@jdlpa.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jonathan Leinwand at (954) 9037856
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

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Mailing Address

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

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ZA GROUP, INC.
Articles of Amendment

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Pursuant to the provisions of Section 607.1006 of the Florida Statutes, ZA GROUP, INC., a Florida corporation, does hereby amend its Articles of Incorporation.

1. The articles of incorporation of the Corporation are hereby amended by replacing Article I, in its entirety, with the following:

"Article I. The name of the Corporation is **GOLIATH NATIONAL, INC.**"

2. After the filing and effectiveness pursuant to the Florida Business Corporations Act of these Articles of Amendment the Articles of Incorporation of the Corporation, (the "Effective Time"), each one thousand (1,000) shares of the Corporation's common stock having a par value of \$.0001 per share, issued and outstanding immediately prior to the Effective Time, shall be combined into one (1) validly issued, fully paid and non-assessable share of common stock, having a par value of \$.0001 per share, without any further action by the Corporation or the holder thereof, subject to the treatment of fractional share interests as described below (the "Reverse Stock Split"). No fractional shares of common stock shall be issued in connection with the Reverse Stock Split and any fractional share interests shall be rounded up to the nearest whole share. Each certificate that immediately prior to the Effective Time represented shares of common stock ("Old Certificates"), shall thereafter represent that number of shares of common stock into which the shares of common stock represented by the Old Certificate shall have been combined, subject to the rounding up of the fractional share interests as described above. At the Effective Time of the Reverse Stock Split, Article IV of the Corporation's Articles of Incorporation is hereby amended to read in its entirety as follows:

"Article IV

CAPITAL STOCK

The total number of shares of capital stock which the corporation shall have the authority to issue Sixty Billion Three Hundred Million (60,300,000,000) shares, consisting of Three Hundred Million (300,000,000) shares of Preferred Stock having a par value of \$.0001 per share and Sixty Billion (60,000,000,000) shares of Common Stock having a par value of \$.0001 per share."

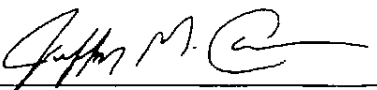
The remainder of Article IV shall remain unchanged.

2. The amendment to the Articles of Incorporation of ZA Group, Inc., a Florida corporation, set forth in paragraph 1 above was duly adopted by the Board of Directors of the corporation as of January 25, 2024. The approval of a majority of the shareholders sufficient to ratify and approve such amendment was obtained through written consent on the 25th day of January, 2024.

In witness whereof, the corporation, by and through its undersigned officer thereunto duly authorized, has executed these Articles of Amendment on 6th day of February, 2024.

[SIGNATURE PAGE FOLLOWS]

ZA GROUP, INC.

By: 

Jeffrey M. Canouse
Chief Executive Officer and Director