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Amendment
12/27/05
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December 9, 2005

Secretary of State
Division of Corporations
Bureau of Corporate Records
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: BDZI Corp.
Document #98000016499

Dear Sir or Madam:

Enclosed herein please find Articles of Amendment, together with our check in the amount of \$43.75 to cover the following:

Filing Fee	\$35.00
Certified Copy	8.75
TOTAL	\$43.75

Please return a certified copy to me in the enclosed, stamped, self-addressed envelope.

Your assistance in this matter is appreciated.

Very truly yours,


LAWRENCE J. PHALIN

LJP:
Enclosure
cc: Bobby Douglas

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
BDZI CORP.

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Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. The first paragraph of Article III is amended to read as follows:

“The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock, of which 8,000 shares shall be (Class A) voting common stock and 2,000 shares shall be (Class B) non-voting common stock. Each of such shares shall have no par value. All shares issued on or before November 15, 2005 shall be voting shares. All shares issued after such date shall be non-voting shares.”

2. The above amendment has been adopted by the board of directors of the Corporation and by the shareholder(s) entitled to vote thereon, by a vote sufficient for approval, at a special meeting of the board of directors and shareholders held November 15, 2005, pursuant to Section 607.1003, as required by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 15th day of November, 2005.

BDZI CORP.

By: _____

Bobby Douglas, President