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of America

ZIONI, INCORPORATED
C/O Mohammed A. Khaled
9501 Arlington Expressway, Suite 620
Jacksonville, FL 32225

December 20, 2005

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Zioni, Incorporated
Document No. P99000049680

Dear Sirs:

Enclosed for filing are Articles of Amendment for the above-referenced corporation.

Also enclosed is a check made payable to the Secretary of State in the amount of \$35 representing the fee for same.

If you have any questions or comments please call me.

Sincerely yours,

ALAA KHALED

AK/lh

**ARTICLES OF AMENDMENT FOR
ZION, INCORPORATED
DOCUMENT NUMBER P99000049680**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following amendments to its Articles of Incorporation.

1. The Articles of Incorporation for **Zioni, Incorporated** were filed with the Department of State on June 2, 1999.

2. These Articles of Amendment were approved by the shareholders of the corporation by vote and the number of votes cast for the amendments by the shareholders was sufficient for approval.

3. The name of the corporation is Zioni, Incorporated

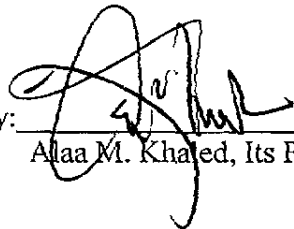
4. The corporation's Officers/Directors should be amended as follows:

<i>Alaa M. Khaled</i>	P
Mohammad A. Khaled	Director

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IN WITNESS WHEREOF, the undersigned President has signed these Articles of Amendment as of December 20, 2005.

ZIONI, INCORPORATED

By: 
Alaa M. Khaled, Its President