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July 6, 2004

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

Re: P3 Earth, Inv.
Document # P98000016499

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:dh
Enclosure
cc: Bobby Douglas

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF P3 EARTH, INC.

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

- 1. Article I is amended to read as follows:

The name of this corporation is BDZI CORP.

- 2. The above amendment has been adopted by the board of directors of the Corporation and the shareholders entitled to vote thereon at a special meeting of the board of directors and shareholders held June 21, 2004, 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 21st day of June, 2004.

P3 EARTH, INC.

[Signature]
[Signature]

By: [Signature]
Bobby Douglas, President

STATE OF FLORIDA
COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 21st day of June, 2004, by BOBBY DOUGLAS, as President of P3 EARTH, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or produced FLDL (type of identification) as identification.

Notary Seal



[Signature]
Notary Public - State of Florida

Printed Name: Joan M. Cohn
My Commission Expires: 11/2008