

F98000000546

TO: Amendment Section
Division of Corporations

SUBJECT: Metrum-DATATAPE, Inc.
(Name of corporation)

DOCUMENT NUMBER: F98000000546

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lynn Boon
(Name of person)

Sypris Solutions, Inc.
(Name of firm/company)

101 Bullitt Lane, suite 450
(Address)

Louisville, Kentucky 40222
(City/state and zip code)

For further information concerning this matter, please call:

Carroll Dunavent at (502) 329-2007
(Name of person) (Area code & daytime telephone number)

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

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Name Change Amend

400004790294--1
-01/23/02--01006--001
*****43.75 *****43.75

02 JAN 30 AM 11:40
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*ADR
1/25/02*

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
02 JAN 22 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Metrum-DATATAPE, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. January 29, 1998
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 1, 2002


5. Sypris Data Systems, Inc.
(Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

no change
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

no change
(New jurisdiction)


(Signature of the chairman, or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

January 21, 2002
(Date)

Richard L. Davis
(Typed or printed name)

Vice President
(Title)

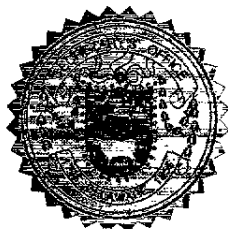
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "METRUM-DATATAPE, INC.", CHANGING ITS NAME FROM "METRUM-DATATAPE, INC." TO "SYPRIS DATA SYSTEMS, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF DECEMBER, A.D. 2001, AT 4 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2002.



2808524 8100

020027208

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1565486

DATE: 01-17-02

**CERTIFICATE OF AMENDMENT TO THE
CERTIFICATE OF INCORPORATION OF
METRUM-DATATAPE, INC.**

Pursuant to the provisions of Section 242 of the Delaware General Corporation Law, Metrum-DATATAPE, Inc., a corporation organized and existing under the laws of Delaware (the "Corporation"), does hereby certify:

FIRST: That, by unanimous written consent, the Board of Directors of the Corporation has duly adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and submitting said amendment to the sole stockholder of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

"RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing the **FIRST** Article thereof, such that as amended, said Article shall read in its entirety as follows:

FIRST: Name. The name of the Corporation is Sypris Data Systems, Inc."

SECOND: In lieu of a vote of stockholders, written consent to the foregoing amendment has been given by the holder of all of the outstanding stock entitled to vote thereon in accordance with the provisions of Section 228 of the Delaware General Corporation Law, and such amendment has been duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

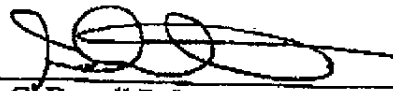
THIRD: The effective date of the foregoing amendment to the Corporation's Certificate of Incorporation shall be January 1, 2002.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed by G. Darrell Robertson, its President and Chief Executive Officer, as of the 2nd day of December, 2001.

METRUM-DATATAPE, INC.

By: _____



G. Darrell Robertson,
President and Chief Executive Officer

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