

Division of Corporations

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Florida Department of State
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02 JAN 15 PM 3:43

DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

TRAFFIC ENGINE HOLDINGS, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 8, 2002

TRAFFIC ENGINE HOLDINGS, INC.
13543 BANANA RAY DRIVE
WINTER GARDEN, FL 34787US

SUBJECT: TRAFFIC ENGINE HOLDINGS, INC.
REF: P97000060186

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Darlene Connell
Corporate Specialist

FAX Aud. #: H02000005939
Letter Number: 802A00000947

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TRAFFIC ENGINE HOLDINGS, INC.**

FILED
02 JAN 15 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, Traffic Engine Holdings, Inc., a Florida corporation, does hereby amend its Articles of Incorporation.

1. The name of the corporation whose Articles of Incorporation are being amended by these Articles of Amendment is Traffic Engine Holdings, Inc., a Florida corporation.
2. Article I of the Articles of Incorporation of Traffic Engine Holdings, Inc., a Florida corporation, is hereby deleted in its entirety, and the following Article I is hereby inserted in its place:

**"ARTICLE I
CORPORATE NAME**

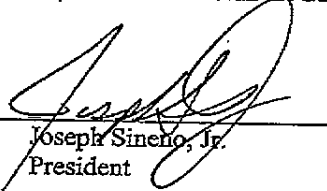
The name of this corporation is: Syndeos Group, Inc."

3. The amendment to the Articles of Incorporation of Traffic Engine Holdings, Inc., a Florida corporation, set forth in paragraph 2 above was duly adopted by the directors of the corporation as of December 10, 2001 and by the shareholders of the corporation as of December 10, 2001 pursuant to the provisions of Section 607.0704 of the Florida Statutes.

4. The only voting group entitled to vote on the amendment to the Articles of Incorporation of Traffic Engine Holdings, Inc., a Florida corporation, set forth in paragraph 2 above was the holders of shares of Common Stock of the corporation. The number of votes cast in favor of such amendment by the members of such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the corporation, by and through its undersigned officer thereunto duly authorized, has executed these Articles of Amendment on the 10th day of December, 2001.

TRAFFIC ENGINE HOLDINGS, INC.

By 
Joseph Sineno, Jr.
President