

TRADITION SECURITIES AND FUTURES, INC.

ACTION BY WRITTEN CONSENT OF THE SOLE SHAREHOLDER

September 6, 2013

THE UNDERSIGNED, being the holder (the "Stockholder") of all of the issued and outstanding stock of Tradition Securities and Futures, Inc., a Delaware corporation (the "Corporation"), pursuant to §228(a) of the General Corporation Law of the State of Delaware (the "DGCL") and the Bylaws of the Corporation, by written consent in lieu of a meeting, as evidenced by the signature set forth below, hereby adopts the following resolutions and agrees that the adoption of such resolutions shall be valid and binding with the same force and effect as though such resolutions had been adopted at a meeting of the Stockholder duly noticed, called and held:

AMENDMENT TO CERTIFICATE OF INCORPORATION

WHEREAS, the Board of Directors of the Corporation has deemed it advisable and in the best interests of the Corporation and its sole stockholder to amend Article I of the Corporation's Certificate of Incorporation in accordance with Section 242 of the DGCL (the "Amendment"), so that as amended, said article will read in its entirety as follows:

ARTICLE I

The name of the Corporation is Tradition SEF, Inc.

WHEREAS, the Corporation's Board of Directors has approved the Amendment;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that the Amendment effecting a change of the Company's name is hereby approved.

[signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Written Consent of the Sole Shareholder to be duly executed as of the day and year first set forth above.

[NAME OF SOLE SHAREHOLDER]

By 

Name: Judith Ricciardi

Title: CFO