

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104

Estimated average burden

hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Institutional Venture Partners XI LP</u> (Last) (First) (Middle) C/O INSTITUTIONAL VENTURE PARTNERS 3000 SAND HILL ROAD, BLDG 2, SUITE 250 (Street) MENLO PARK CA 94025 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/04/2008	3. Issuer Name and Ticker or Trading Symbol <u>SYNCHRONOSS TECHNOLOGIES INC [SNCR]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 03/06/2008 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,982,600	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Common Stock	317,400	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Common Stock	989,770	I	By Institutional Venture Partners XII, L.P. ⁽³⁾

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Call Option (obligation to sell)	11/06/2008	11/06/2008	Common Stock	43,100	57.25	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (right to sell)	11/06/2008	11/06/2008	Common Stock	43,100	37.27	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (obligation to buy)	11/06/2008	11/06/2008	Common Stock	43,100	24.84	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Call Option (obligation to sell)	11/06/2008	11/06/2008	Common Stock	6,900	57.25	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (right to sell)	11/06/2008	11/06/2008	Common Stock	6,900	37.27	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (obligation to buy)	11/06/2008	11/06/2008	Common Stock	6,900	24.84	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Call Option (obligation to sell)	11/07/2008	11/07/2008	Common Stock	43,100	55.81	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (right to sell)	11/07/2008	11/07/2008	Common Stock	43,100	36.33	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (obligation to buy)	11/07/2008	11/07/2008	Common Stock	43,100	24.22	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Call Option (obligation to sell)	11/07/2008	11/07/2008	Common Stock	6,900	55.81	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (right to sell)	11/07/2008	11/07/2008	Common Stock	6,900	36.33	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (obligation to buy)	11/07/2008	11/07/2008	Common Stock	6,900	24.22	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Call Option (obligation to sell)	12/11/2008	12/11/2008	Common Stock	86,200	56.26	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (right to sell)	12/11/2008	12/11/2008	Common Stock	86,200	36.75	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (obligation to buy)	12/11/2008	12/11/2008	Common Stock	86,200	24.5	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Call Option (obligation to sell)	12/11/2008	12/11/2008	Common Stock	13,800	56.26	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (right to sell)	12/11/2008	12/11/2008	Common Stock	13,800	36.75	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (obligation to buy)	12/11/2008	12/11/2008	Common Stock	13,800	24.5	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Call Option (obligation to sell)	12/15/2008	12/15/2008	Common Stock	23,705	55.18	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (right to sell)	12/15/2008	12/15/2008	Common Stock	23,705	36.1	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (obligation to buy)	12/15/2008	12/15/2008	Common Stock	23,705	24.07	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Call Option (obligation to sell)	12/15/2008	12/15/2008	Common Stock	3,795	55.18	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Put Option (right to sell)	12/15/2008	12/15/2008	Common Stock	3,795	36.1	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (obligation to buy)	12/15/2008	12/15/2008	Common Stock	3,795	24.07	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Call Option (obligation to sell)	10/26/2009	10/26/2009	Common Stock	45,449	62.5	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (right to sell)	10/26/2009	10/26/2009	Common Stock	45,449	36.06	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Put Option (obligation to buy)	10/26/2009	10/26/2009	Common Stock	45,449	24.04	I	By Institutional Venture Partners XI, L.P. ⁽¹⁾
Call Option (obligation to sell)	10/26/2009	10/26/2009	Common Stock	7,276	62.5	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (right to sell)	10/26/2009	10/26/2009	Common Stock	7,276	36.06	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾
Put Option (obligation to buy)	10/26/2009	10/26/2009	Common Stock	7,276	24.04	I	By Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ⁽²⁾

1. Name and Address of Reporting Person*
[Institutional Venture Partners XI LP](#)

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C/O INSTITUTIONAL VENTURE PARTNERS
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(City) (State) (Zip)

1. Name and Address of Reporting Person*
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(City) (State) (Zip)

1. Name and Address of Reporting Person*
[INSTITUTIONAL VENTURE PARTNERS XI GMBH & CO BETEILIGUNGS KG](#)

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(Zip)

1. Name and Address of Reporting Person*

[Institutional Venture Partners XII LP](#)

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1. Name and Address of Reporting Person*

[Institutional Venture Management XII, LLC](#)

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1. Name and Address of Reporting Person*

[Chaffee Todd C](#)

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1. Name and Address of Reporting Person*

[FOGELSONG NORMAN A](#)

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1. Name and Address of Reporting Person*

[Harrick Stephen J](#)

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1. Name and Address of Reporting Person*

[Miller J Sanford](#)

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(State)		
(Zip)		

1. Name and Address of Reporting Person*

Phelps Dennis B

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(Street)		
MENLO PARK	CA	94025
(City)		
(State)		
(Zip)		

Explanation of Responses:

- The shares are owned by Institutional Venture Partners XI, L.P. ("IVP XI"), which is under common control with Institutional Venture Partners XI GmbH & Co. Beteiligungs KG ("IVP XI KG"). Institutional Venture Management XI, LLC ("IVM XI") serves as the sole General Partner of IVP XI, and has sole voting and investment control over the respective shares owned by IVP XI, and may be deemed to own beneficially the shares held by IVP XI. IVM XI however owns no securities of the Issuer directly. Todd C. Chaffee ("Chaffee"), Norman A. Fogelsong ("Fogelsong"), Stephen J. Harrick ("Harrick"), J. Sanford Miller ("Miller") and Dennis B. Phelps ("Phelps") are Managing Directors of IVM XI and share voting and dispositive power over the shares held by IVP XI and IVP XI KG. Each of these individuals disclaims beneficial ownership of the shares reported herein, except to the extent of his or her respective pecuniary interest therein.
- The shares are owned by IVP XI KG, which is under common control with IVP XI. IVM XI serves as the sole managing limited partner of IVP XI KG, and has sole voting and investment control over the respective shares owned by IVP XI KG, and may be deemed to own beneficially the shares held by IVP XI KG. IVM XI however owns no securities of the Issuer directly. Chaffee, Fogelsong, Harrick, Miller and Phelps are Managing Directors of IVM XI and share voting and dispositive power over the shares held by IVP XI KG. Each of these individuals disclaims beneficial ownership of the shares reported herein, except to the extent of his or her respective pecuniary interest therein.
- The shares are owned by Institutional Venture Partners XII, L.P. ("IVP XII"). Institutional Venture Management XII, LLC ("IVM XII") serves as the sole General Partner of IVP XII, and has sole voting and investment control over the respective shares owned by IVP XII, and may be deemed to own beneficially the shares held by IVP XII. IVM XII however owns no securities of the Issuer directly. Chaffee, Fogelsong, Harrick, Miller, and Phelps are Managing Directors of IVM XII and share voting and dispositive power over the shares held by IVP XII. Each of these individuals disclaims beneficial ownership of the shares reported herein, except to the extent of his or her respective pecuniary interest therein.

Remarks:

This amendment is being filed solely for the purpose of including the derivative securities included in Table II hereof, which were inadvertently omitted from the original Form 3 filed by the Reporting Persons on March 6, 2008 (the "Original Form 3"). The information included in Table I is unchanged from the Original Form 3.

INSTITUTIONAL VENTURE PARTNERS XI, L.P. By:
Institutional Venture Management XI, LLC Its: 07/14/2008
General Partner /s/ Norman A. Fogelsong, Managing Director
Norman A. Fogelsong, Managing Director 07/14/2008
By: Institutional Venture Management XI, LLC; Its:
Managing Limited Partner: 07/14/2008
Norman A. Fogelsong, Managing Director
By: Institutional Venture Management XII, LLC; Its: 07/14/2008
General Partner; Norman A. Fogelsong, Managing Director
Norman A. Fogelsong, Managing Director 07/14/2008
Melanie Chladek, Attorney-in-Fact for Todd C. Chaffee 07/14/2008
Melanie Chladek, Attorney-in-Fact for Norman A. Fogelsong 07/14/2008
Melanie Chladek, Attorney-in-Fact for Stephen J. Harrick 07/14/2008
Melanie Chladek, Attorney-in-Fact for J. Sanford Miller 07/14/2008
Melanie Chladek, Attorney-in-Fact for Dennis B. Phelps 07/14/2008

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.