



April 1, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: CARDTRONICS USA, INC.
REF: W10000016130

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.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Regulatory Specialist II

FAX Aud. #: H10000072932
Letter Number: 210A00007990

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2010 MAR 31 PM 12: 21

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Cardtronics USA, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Name of Person

Cardtronics USA, Inc.

Firm/Company

3250 Briarpark Drive, Suite 400

Address

Houston, TX 77042

City/State and Zip code

jmorse@cardtronics.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

James E. Morse

Name of Person

at (832) 308-4324

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

2010 MAR 31 PM 12:21
F.H.H.D.
SECRETARY OF STATE
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Cardtronics USA, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 76-0419117

(FEI number, if applicable)

4. 06/05/2001

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, P.S., to determine penalty liability)

7. 3250 Briarpark Drive, Suite 400, Houston, TX 77042

(Principal office address)

3250 Briarpark Drive, Suite 400, Houston, TX 77042

(Current mailing address)

8. ATM sales and services

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301-2525 S

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By:

Karin L. Dunn
(Registered agent's signature)

Karin L. Dunn, Assistant VP

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

2010 MAR 31 PM 12:21

SECRETARY OF STATE
DIVISION OF CORPORATIONS

2010 MAR 31 PM 12:21

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Michael E. Keller, Director / Secretary
(Typed or printed name and capacity of person signing application)

Cardtronics USA, Inc., Delaware corporation
3250 Briarpark Dr., Ste. 400, Houston, TX 77042

Chief Executive Officer:

Chief Financial Officer:

President Global Services:

President Global Development:

Chief Marketing Officer:

Chief Information Officer:

General Counsel and Secretary:

SVP Corporate Controller and Assistant Secretary:

SVP Planning & Treasurer:

Chief Accounting Officer and Assistant Secretary:

Director of Reporting and Assistant Secretary:

Tax Manager and Assistant Secretary:

Board of Directors:

Steven A. Rathgaber

J. Chris Brewster

Michael H. Chinard

Rick Updyke

Brian Archer

Jerry Garcia

Michael E. Keller

Brad Conrad

Todd Ruden

Tres Thompson

Melissa Schultz

Jim Morse

Michael E. Keller

2010 MAR 31 PM 12:21

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CARDTRONICS USA, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

2010 MAR 31 PM 12:21
SECRETARY OF STATE
DIVISION OF CORPORATE
AFFAIRS

3399702 8300

100332637

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7901663

DATE: 03-30-10