

F02000002305

TO: Registration Section
Division of Corporations

SUBJECT: FleetCor Technologies, 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", 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:

Danny Moos

(Name of Person)

FleetCor Technologies, Inc.

(Firm/Company)

109 Northpark Boulevard, Suite 500

(Address)

Covington, LA 70433

(City/State and Zip code)

For further information concerning this matter, please call:

Jonathan Benda, attorney

(Name of Person)

at

(225) 346-0285

(Area Code & Daytime Telephone Number)

500005450875--4

-05/03/02--01089--001

*****87.50 *****87.50

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration 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

02 MAY - 2 PM 3:18
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
WL
5/8

**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. FleetCor Technologies, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 72-1074903
(FEI number, if applicable)
4. February 3, 1998
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 109 Northpark Boulevard, Suite 500, Covington, LA 70433
(Principal office address)

109 Northpark Boulevard, Suite 500, Covington, LA 70433
(Current mailing address)
8. fleet fueling and data management
(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 or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.

see attached acceptance
(Registered agent's signature)
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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -2 PM 3:18

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

A. DIRECTORS

Chairman: see attachment

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attachment

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -2 PM 3:18

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

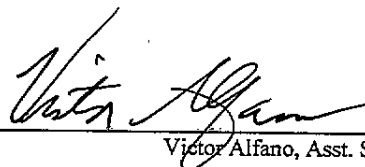
Steve Pisciotta, Treasurer

(Typed or printed name and capacity of person signing application)

STATEMENT OF CONSENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for FleetCor Technologies, Inc. at the place indicated on the 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.

C T CORPORATION SYSTEM



Victor Alfano, Asst. Secy.

May 1, 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -2 PM 3:18

Florida

**Application by Foreign Corporation for Authorization to Transact Business in Florida
FleetCor Technologies, Inc.**

No. 12.A and 12.B

Directors:

John G. Berylson
109 Northpark Blvd., Suite 500
Covington, LA 70433

Crichton W. Brown
109 Northpark Blvd., Suite 500
Covington, LA 70433

Demos Kouvaris
109 Northpark Blvd., Suite 500
Covington, LA 70433

William Boatner Reily, III
109 Northpark Blvd., Suite 500
Covington, LA 70433

Steve Stull
109 Northpark Blvd., Suite 500
Covington, LA 70433

Ronald Clarke
109 Northpark Blvd., Suite 500
Covington, LA 70433

Corporate Officers:

Ron Clarke, Chief Executive Officer
109 Northpark Blvd., Suite 500
Covington, LA 70433

Danny Moos, EVP, CFO &
Corporate Secretary
109 Northpark Blvd., Suite 500
Covington, LA 70433

Steve Pisciotta, Corporate Treasurer
109 Northpark Blvd., Suite 500
Covington, LA 70433

Annwood Reedy, Controller & Asst.
Corporate Secretary
109 Northpark Blvd., Suite 500
Covington, LA 70433

Melissa Roberts, Asst. Corporate Treasurer
109 Northpark Blvd., Suite 500
Covington, LA 70433

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY - 2 PM 3:18

Delaware

PAGE 1

The First State

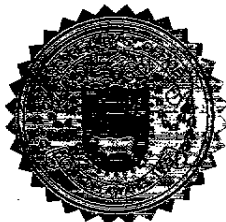
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLEETCOR TECHNOLOGIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF APRIL, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FLEETCOR TECHNOLOGIES, INC." WAS INCORPORATED ON THE THIRD DAY OF FEBRUARY, A.D. 1998.

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

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY -2 PM 3:19



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2854298 8300

AUTHENTICATION: 1742362

020264537

DATE: 04-25-02