

F-1600000147

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

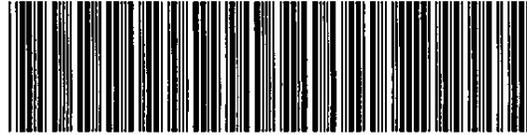
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
16 JAN 11 AM 11:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. Guillian JAN 14 2016

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.

Sprout Social Inc.

1. _____
(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. _____ 3. _____
Delaware 27-2404165
(State or country under the law of which it is incorporated) (FEI number, if applicable)
04/21/2010

4. _____ 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)
01/04/2016

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

7. 131 S. Dearborn Street Floor 10 Chicago, IL 60603
(Principal office address)

(Current mailing address, if different)

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

Name: C T Corporation System
1200 South Pine Island Road

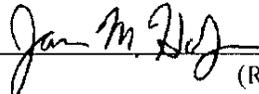
Office Address: _____
Plantation 33324
_____, Florida _____
(City) (Zip code)

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9. 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.

C T Corporation System by:

 James M. Halpin
Assistant Secretary
(Registered agent's signature)

10. 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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Eric Letkofsky

600 W. Chicago Ave

Address: Chicago, IL 60654

Director: Mike Mauceri

600 W. Chicago Ave

Address: Chicago, IL 60654

B. OFFICERS

Justyn Howard

President: _____

131 S. Dearborn Street Floor 10

Address: Chicago, IL 60603

Aaron Rankin

Vice President: _____

131 S. Dearborn Street Floor 10

Address: Chicago, IL 60603

Justyn Howard

Secretary: _____

131 S. Dearborn Street Floor 10 Chicago, IL 60603

Address: _____

Aaron Rankin

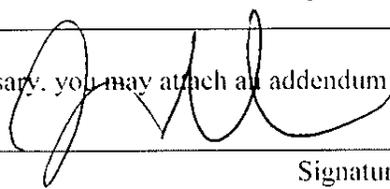
Treasurer: _____

131 S. Dearborn Street Floor 10 Chicago, IL 60603

Address: _____

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

12. _____



Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Justyn Howard - President & CEO

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

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<u>Name</u>	<u>Address</u>
Justyn Howard	131 S. Dearborn, 10 th Floor, Chicago, IL 60603
Aaron Rankin	131 S. Dearborn, 10 th Floor, Chicago, IL 60603
Gilbert Lara	131 S. Dearborn, 10 th Floor, Chicago, IL 60603
Peter Barris	1954 Greenspring Dr., Timonium, MD 21093

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPROUT SOCIAL, 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-NINTH DAY OF DECEMBER, A.D. 2015.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SPROUT SOCIAL, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF APRIL, A.D. 2010.

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



4814511 8300

SR# 20151571740

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 10700532

Date: 12-29-15