

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM323540

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fleetcor Technologies Operating Company, LLC		11/14/2014	LIMITED LIABILITY COMPANY: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Administrative Agent		
<b>Street Address:</b>	901 Main Street		
<b>Internal Address:</b>	Mail Code: TX1-492-14-06		
<b>City:</b>	Dallas		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75202		
<b>Entity Type:</b>	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 21</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2540691	FLEET NET	
<b>Registration Number:</b>	3439555	THE FIRST AND ONLY SOURCE FOR GROWING YO	
<b>Registration Number:</b>	1364841	FLEETCARD	
<b>Registration Number:</b>	2914249	FUELMAN	
<b>Registration Number:</b>	2920411	FUELMAN FLEET CARD	
<b>Registration Number:</b>	2924716	FUELMAN NETWORK	
<b>Registration Number:</b>	2407627	MANNANET	
<b>Registration Number:</b>	1968102	MANNATEC	
<b>Registration Number:</b>	2941155		
<b>Registration Number:</b>	3522074	EFUELMAN	
<b>Registration Number:</b>	3841447	FLEETMATCH	
<b>Registration Number:</b>	3849114	IFLEET	
<b>Registration Number:</b>	3849113	IFLEET.COM	
<b>Registration Number:</b>	3314008	FLEETSOURCE	
<b>Registration Number:</b>	3314007	FLEETSOURCE	
<b>Registration Number:</b>	3314009	THE FIRST AND ONLY SOURCE FOR GROWING YO	
<b>Registration Number:</b>	4504829	FLEETCARDSUSA	
<b>Registration Number:</b>	3385423	FLEETCOR	
<b>TRADEMARK</b>			

OP \$540.00 2540691

Property Type	Number	Word Mark
Registration Number:	3205560	FLEETNET
Registration Number:	3293718	FUELMAN NETWORK
Registration Number:	1363666	FUELMAN

**CORRESPONDENCE DATA**

**Fax Number:** 9192868199  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 919 286-8000  
**Email:** PTO\_TMconfirmation@mvalaw.com  
**Correspondent Name:** MOORE & VAN ALLEN PLLC  
**Address Line 1:** 3015 CARRINGTON MILL BOULEVARD  
**Address Line 2:** SUITE 400  
**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

<b>ATTORNEY DOCKET NUMBER:</b>	017625-4690
<b>NAME OF SUBMITTER:</b>	John E. Slaughter
<b>SIGNATURE:</b>	/John E. Slaughter/
<b>DATE SIGNED:</b>	11/18/2014

**Total Attachments: 4**  
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of November 14, 2014 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Obligor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications shown on Schedule 1 to the Administrative Agent for the ratable benefit of the Secured Parties.

*[signature pages follow]*

The undersigned Obligor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

FLEETCOR TECHNOLOGIES OPERATING  
COMPANY, LLC,  
a Georgia limited liability company

By: Eric Dey  
Name: Eric Dey  
Title: Chief Financial Officer

FLEETCOR TECHNOLOGIES OPERATING COMPANY, LLC  
IP NOTICE (TRADEMARKS)

**TRADEMARK**  
**REEL: 005403 FRAME: 0457**

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: Christine Trotter

Name:

Title: Christine Trotter  
Assistant Vice President

Error! Unknown document property name.FLEETCOR TECHNOLOGIES OPERATING COMPANY, LLC  
NOTICE OF SECURITY INTERESTS (TRADEMARKS)

**TRADEMARK**  
**REEL: 005403 FRAME: 0458**

Schedule 1

FleetCor Technologies Operating Company, LLC  
(Georgia Limited Liability Company)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
FLEET NET	2540691	02/19/02
THE FIRST AND ONLY SOURCE FOR GROWING YOUR FLEET CARD BUSINESS	3439555	06/03/08
FLEETCARD and Design	1364841	10/08/85
FUELMAN	2914249	12/28/04
FUELMAN FLEET CARD and Design	2920411	01/25/05
FUELMAN NETWORK and Design	2924716	02/08/05
MANNANET	2407627	11/28/00
MANNATEC	1968102	04/16/96
Design only	2941155	04/19/05
EFUELMAN	3522074	10/21/08
FLEETMATCH	3841447	08/31/10
IFLEET	3849114	09/14/10
IFLEET.COM	3849113	09/14/10
FLEETSOURCE	3314008	10/16/07
FLEETSOURCE and Design	3314007	10/16/07
THE FIRST AND ONLY SOURCE FOR GROWING YOUR FLEET BUSINESS	3314009	10/16/07
FLEETCARDSUSA	4504829	04/01/14
FLEETCOR	3385423	02/19/08
FLEETNET	3205560	02/06/07
FUELMAN NETWORK and Design	3293718	09/18/07
FUELMAN and Design	1363666	10/01/85