

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM548408

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
FleetCor Technologies Operating Company, LLC		09/18/2019	Limited Liability Company: GEORGIA

**RECEIVING PARTY DATA**

<b>Name:</b>	FleetCor Technologies Operating Company, LLC
<b>Street Address:</b>	5445 Triangle Parkway
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Norcross
<b>State/Country:</b>	GEORGIA
<b>Postal Code:</b>	30092
<b>Entity Type:</b>	Limited Liability Company: LOUISIANA

**PROPERTY NUMBERS Total: 19**

Property Type	Number	Word Mark
Registration Number:	5068748	MANNATEC
Registration Number:	5268838	BUILDERPRO
Registration Number:	4751423	FLEETCOR
Registration Number:	4751422	FLEETCOR
Registration Number:	4504829	FLEETCARDSUSA
Registration Number:	3205560	FLEETNET
Registration Number:	3293718	FUELMAN NETWORK
Registration Number:	3849113	IFLEET.COM
Registration Number:	3841447	FLEETMATCH
Registration Number:	3849114	IFLEET
Registration Number:	2941155	
Registration Number:	2914249	FUELMAN
Registration Number:	2407627	MANNANET
Registration Number:	2540691	FLEET NET
Registration Number:	1968102	MANNATEC
Registration Number:	5883761	FLEETSOURCE
Registration Number:	5883760	FLEETSOURCE
Registration Number:	5873517	FLEETSOURCE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5873516	FLEETSOURCE

**CORRESPONDENCE DATA**

**Fax Number:** 6152446804

*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:** 615-850-8741

**Email:** trademarkdocket@wallerlaw.com

**Correspondent Name:** Robert P. Felber, Jr.

**Address Line 1:** c/o Waller Lansden Dortch & Davis

**Address Line 2:** 511 Union Street, Suite 2700

**Address Line 4:** Nashville, TENNESSEE 37219

<b>ATTORNEY DOCKET NUMBER:</b>	032043.88252
<b>NAME OF SUBMITTER:</b>	Robert P. Felber, Jr.
<b>SIGNATURE:</b>	/ROBERT P. FELBER, JR./
<b>DATE SIGNED:</b>	11/06/2019

**Total Attachments: 7**

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# STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

## CERTIFICATE OF CONVERSION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on **09/18/2019** converting

**FLEETCOR TECHNOLOGIES OPERATING COMPANY, LLC**

a Domestic Limited Liability Company

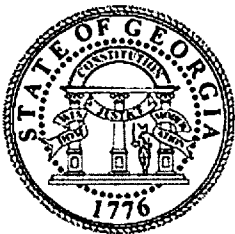
to

**FLEETCOR TECHNOLOGIES OPERATING COMPANY, LLC**

a Foreign Limited Liability Company

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on **09/20/2019**.



*Brad Raffensperger*

Brad Raffensperger  
Secretary of State

**CERTIFICATE OF CONVERSION  
of a Georgia limited liability company  
to a Louisiana limited liability company**

**FLEETCOR TECHNOLOGIES OPERATING COMPANY, LLC**

The following Georgia limited liability company hereby elects to convert from a Georgia limited liability to a Louisiana limited liability company, pursuant to the provisions of Section 14-11-906 of the Official Code of Georgia Annotated and Section 12:1308.3 of the Louisiana Limited Liability Company Law, by filing this Certificate of Conversion.

1. The name of the limited liability company is FleetCor Technologies Operating Company, LLC.
2. FleetCor Technologies Operating Company, LLC elects to become a Louisiana limited liability company under the name of FleetCor Technologies Operating Company, LLC.
3. The election by FleetCor Technologies Operating Company, LLC to become a Louisiana limited liability company shall become effective upon filing this Certificate of Conversion with the Georgia Secretary of State and the Request for Conversion with the Louisiana Secretary of State.
4. The election of FleetCor Technologies Operating Company, LLC to become a Louisiana limited liability company in accordance with its Plan of Conversion has been approved by a unanimous vote of its member, in accordance with Section 12:1308.3 of the Louisiana Limited Liability Company Law and by Section 14-11-906 (c) of the Official Code of Georgia Annotated.
5. The authority of the registered agent to accept service on the behalf of FleetCor Technologies Operating Company, LLC is revoked as of the effective time of such conversion and that the Secretary of State is irrevocably appointed as the agent of service of process on the resulting entity in any proceeding to enforce an obligation of the limited liability company arising prior to the effective time of such conversion, including the rights, if any, of dissenting members.
6. Any process served on the Secretary of State on the behalf of FleetCor Technologies Operating Company, LLC may be mailed to 501 Louisiana Avenue, Baton Rouge, LA 70802.
7. The Secretary of State shall be notified of any change in the resulting entity's mailing address set forth in Section 6.

8. The sole member of FleetCor Technologies Operating Company, LLC, FleetCor Technologies, Inc., shall retain its 100% membership interest in the FleetCor Technologies Operating Company, LLC.

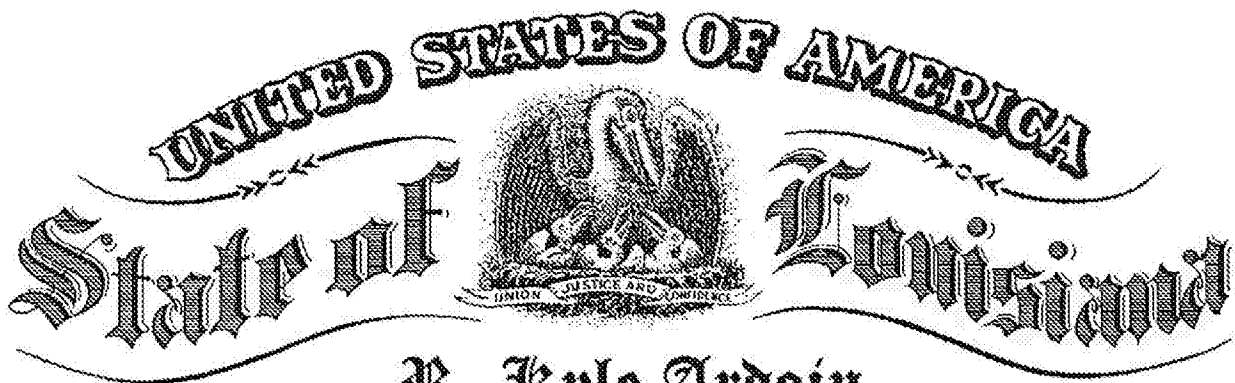
Dated: September 12, 2019

FLEETCOR TECHNOLOGIES OPERATING  
COMPANY, LLC

By: FleetCor Technologies, Inc., its Sole  
Member,

By: Eric Dey  
Name: Eric Dey  
Title: Secretary

2019 SEP 18 PM 2:41  
SECRETARY OF STATE  
FLEETCOR TECHNOLOGIES OPERATING COMPANY, LLC



**R. Kyle Ardoin**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*

a copy of the application to change Jurisdiction of Organization from GEORGIA to LOUISIANA, of

**FLEETCOR TECHNOLOGIES OPERATING COMPANY, LLC**

Domiciled at BATON ROUGE, LOUISIANA,

Was filed and recorded in this Office on September 16, 2019.

And all fees having been paid as required by law, the limited liability company is authorized to transact business in this State, subject to the restrictions imposed by law, including the provisions of R.S. Title 12, Chapter 22.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

September 17, 2019

*Secretary of State*

LC35829844K



Certificate ID: 111206886#LUL73

To validate this certificate, visit the following web site, go to **Business Services, Search for Louisiana Business Filings, Validate a Certificate**, then follow the instructions displayed.  
[www.sos.la.gov](http://www.sos.la.gov)

R. Kyle Ardoin  
SECRETARY OF STATE

State of Louisiana  
Secretary of State



September 17, 2019

COMMERCIAL DIVISION  
225.925.4704

Administrative Services

225.932.5317 Fax

Corporations

225.932.5314 Fax

Uniform Commercial Code

225.932.5318 Fax

The attached document of FLEETCOR TECHNOLOGIES OPERATING COMPANY, LLC was received and filed on September 16, 2019.

LC 35829844K

**REQUEST FOR CONVERSION  
OF  
THE STATE OF ORGANIZATION  
OF  
FLEETCOR TECHNOLOGIES OPERATING COMPANY,LLC  
A LIMITED LIABILITY COMPANY**

This request for conversion of the state of organization, pursuant to La. R.S. 12:1308.3, is made by FleetCor Technologies Operating Company, LLC ("Converting Entity"), a limited liability company formed under the laws of the State of Georgia.

**Recitals**

WHEREAS, the Converting Entity desires to convert into a limited liability company governed by the laws of the State of Louisiana (the "Conversion") named FleetCor Technologies Operating Company, LLC ("Converted Entity").

WHEREAS, the Conversion is permitted by §14-11-906 of the Official Code of Georgia Annotated, and La. R.S. 12:1308.3.

WHEREAS, these recitals are incorporated in this request for all purposes.

NOW THEREFORE, the Converting Entity hereby submits the following:

**Agreement**

1. The name of the Converted Entity shall be "FleetCor Technologies Operating Company, LLC".
2. The full name and municipal address of the sole member of the Converting Entity and the Converted Entity is:

FleetCor Technologies, Inc., 5445 Triangle Parkway, Peachtree Corners, GA 30092.

3. The full name and address of each member of the Board of Managers of both the Converting Entity and the Converted Entity is:

Michael Buckman  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092

Joseph W. Farrelly  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092

Ron Clarke  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092

Richard Macchia  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092

Mark A. Johnson  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092

Steven T. Stull  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092



Jeffrey S. Sloan  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092

Thomas M. Haggerty  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092

Hala G. Moddelmog  
5445 Triangle Parkway, Suite 400  
Peachtree Corners, GA 30092

4. The Converting Entity is converting its state of organization from Georgia to Louisiana and is continuing its existence in and under the laws of the State of Louisiana and this Request for Conversion and the Plan of Conversion have received all approvals required by the Articles of Organization and Operating Agreement of the Converting Entity.
5. The Sole Member of the Converting Entity has approved the conversion of the state of organization of the Converting Entity from Georgia to Louisiana.
6. The manner and basis of converting the member's membership interests in the Converting Entity to membership interests in the Converted Entity are:

<i>Member</i>	Converting Entity Membership Interest	Converted Entity Membership Interest
FleetCor Technologies, Inc.	100%	100%

7. The Converting Entity, in changing its state of organization from Georgia to Louisiana, has complied with the laws and requirements of both Louisiana and Georgia.
8. The location and municipal street address of the registered office of the Converted Entity, including its registered agent in the State of Louisiana, shall be:

**Corporation Service Company, 501 Louisiana Avenue, Baton Rouge, LA 70802**

9. Filed with this Certificate of Conversion and attached hereto as Exhibit A are articles of organization of the Converted Entity in the form required by La. R.S. 12:1305.

**SOLE MEMBER:**

**FLEETCOR TECHNOLOGIES, INC., a  
Delaware corporation**

By:   
Name: Eric Dey  
Title: Secretary

Dated: September 12, 2019