

FI 10000000 824

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

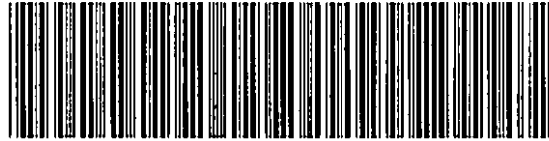
(Document Number)

Certified Copies _____

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STATE
TALLAHASSEE, FLORIDA

2023 AUG 10 AM 11:34

RECEIVED

STATE
TALLAHASSEE, FL

2023 AUG 10 PM 12:02

FILED

[Handwritten signature]

X002250, 00310, 02976, 00671



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 11, 2023

CORPORATION SERVICE COMPANY

TALLAHASSEE, FL 32301

SUBJECT: KAR AUCTION SERVICES, INC.
Ref. Number: F11000000824

RESUBMIT

Please give original
submission date as file date.

We have received your document for KAR AUCTION SERVICES, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number five of the application.

The document number of the name conflict is P19000045240.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
OPS

Letter Number: 223A00018264

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2023 OCT -4 PM 3:43

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NOTARIES PUBLIC
TALLAHASSEE, FLORIDA

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 927962 7229365

AUTHORIZATION :

COST LIMIT : \$ 85.00

ORDER DATE : August 9, 2023

ORDER TIME : 7:55 AM

ORDER NO. : 927962-035

CUSTOMER NO: 7229365

FOREIGN FILINGS

NAME: KAR AUCTION SERVICES, INC.

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland-sorenson -- EXT#

EXAMINER: _____

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PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F11000000824

(Document number of corporation (if known))

1. KAR Auction Services, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. DE

(Incorporated under laws of)

3. 02/22/2011

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 05/15/2023

5. OPENLANE, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

KAR GLOBAL INC.

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

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

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<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
	See attached list		☐ Add
			☐ Remove
			☐ Add
			☐ Remove
			☐ Add
			☐ Remove
			☐ Add
			☐ Remove
			☐ Add
			☐ Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Chuck Coleman

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Charles S. Coleman

(Typed or printed name of person signing)

Secretary

(Title of person signing)

FILING FEE \$35.00

2023 AUG 10 PM 12:02

FILED

OPENLANE, INC.

(Delaware)

DIRECTORS

James P. Hallett	Peter J. Kelly
Carmel Galvin	Michael T. Kestner
Mark E. Hill	Roy Mackenzie
J. Mark Howell	Sanjeev Mehra
Stefan Jacoby	Mary Ellen Smith

OFFICERS

Peter J. Kelly	Chief Executive Officer
Brad Lakhia	Executive Vice President and Chief Financial Officer
Charles S. Coleman	Executive Vice President, Chief Legal Officer, and Secretary
Lisa A. Price	Executive Vice President, Chief People Officer
James P. Coyle	Executive Vice President and President of North American Marketplaces
Sriram Subrahmanyam	Executive Vice President, Operations and President, Services & International Markets
Michael Eliason	Treasurer

Address for all officers & directors: 11299 N. Illinois Street, Carmel, IN 46032

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CLERK OF COURT
CLERK OF COURT

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "KAR AUCTION SERVICES, INC.", CHANGING ITS NAME FROM "KAR AUCTION SERVICES, INC." TO "OPENLANE, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF MAY, A.D. 2023, AT 1:12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIFTEENTH DAY OF MAY, A.D. 2023.



4248708 8100
SR# 20233206680

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

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

Jeffrey W. Bullock, Secretary of State

Authentication: 203929185
Date: 08-09-23

CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
KAR AUCTION SERVICES, INC.

KAR Auction Services, Inc. (the "Corporation"), a corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. This Certificate of Amendment (this "Certificate of Amendment") amends the provisions of the Corporation's Amended and Restated Certificate of Incorporation filed with the Secretary of State of the State of Delaware on June 14, 2016 (the "Certificate of Incorporation").
2. Article FIRST of the Certificate of Incorporation is hereby amended and restated in its entirety as follows:

 FIRST: The name of the Corporation is OPENLANE, Inc. (hereinafter, the "Corporation").
3. This Certificate of Amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
4. This Certificate of Amendment will become effective on May 15, 2023.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed on this 10th day of May, 2023.

KAR Auction Services, Inc.

By: 
Name: Charles S. Coleman
Title: Executive Vice President, Chief Legal Officer
and Secretary