

F09000002740

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)


☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

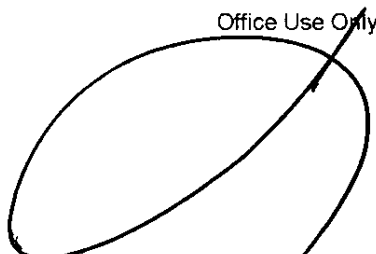
Certified Copies _____ Certificates of Status _____

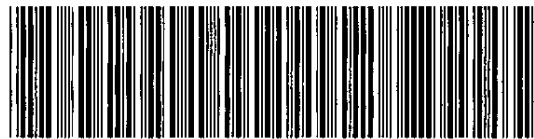
Special Instructions to Filing Officer:



~~W09-26538~~

Office Use Only

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06/03/09--01030--002 **70.00

FILED
2009 JUL -9 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: ADESA, 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:

Marilyn Pierce

Name of Person

ADESA, Inc.

Firm/Company

13085 Hamilton Crossing Blvd.

Address

Carmel, IN 46032

City/State and Zip code

marilyn.pierce@adesa.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marilyn Pierce

Name of Person

at (317) 249-4213

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 4, 2009

MARILYN PIERCE
ADESA, INC.
13085 HAMILTON CROSSING BLVD.
CARMEL, IN 46032

SUBJECT: ADESA, INC.
Ref. Number: W09000026238

We have received your document for ADESA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles of incorporation so that we may complete the filing process.

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) 245-6934.

Loria Poole
Regulatory Specialist II

Letter Number: 309A00018835



MARILYN PIERCE
LEGAL ASSISTANT

DIRECT: 317.249.4213
E-MAIL: marilyn.pierce@adesa.com

July 7, 2009

Loria Poole
Florida Department of State
2661 Executive Center Circle
Tallahassee, FL 32301

SUBJECT: ADESA, Inc.
REF. Number: W09000026238

Per your letter, please find enclosed a certificate recognizing the association between ADESA, Inc. and ADESA Florida, LLC. I have also included a copy of your letter and a copy of the Articles of Incorporation for ADESA, Inc.

Please continue with the processing of our application, and if there are any concerns please call (317) 249-4213.

Marilyn Pierce
Legal Assistant
ADESA, Inc.
13085 Hamilton Crossing Blvd.
Carmel, IN 46032

ASSISTANT SECRETARY'S CERTIFICATE

I, Michelle Mallon, hereby certify that I am the duly elected, qualified and acting Assistant Secretary of ADESA, Inc. and the duly elected, qualified and acting Secretary of ADESA Florida, LLC, and further certify the following facts:

1. That ADESA, Inc. is the parent company and sole Member of ADESA Florida, LLC.
2. That the current elected officers of ADESA, Inc. are as follows:

<u>Name</u>	<u>Office</u>
James P. Hallett	President & CEO
Thomas Caruso	Chief Operating Officer
Eric M. Loughmiller	EVP & Chief Financial Officer
Paul J. Lips	EVP, Operations & Finance
Rebecca C. Polak	EVP & Secretary
Jonathan Peisner	VP & Treasurer
Scott A. Anderson	VP & Controller
Michelle Mallon	VP & Assistant Secretary
Warren Byrd	EVP, Corporate Development
Thomas Kontos	EVP, Analytical Services and Customer Strategies
John Nordin	EVP & Chief Information Officer
Robert Rauschenberg	EVP, Sales & Marketing
Dennis Jones	President-AutoVIN, Inc.
Benjamin Skuy	COO-ADESA Canada

3. That the current elected officers of ADESA Florida, LLC are as follows:

<u>Name</u>	<u>Office</u>
James P. Hallett	President & CEO
Thomas Caruso	Chief Operating Officer
Eric M. Loughmiller	EVP & Chief Financial Officer
Paul J. Lips	EVP
Rebecca C. Polak	EVP
Jonathan Peisner	VP & Treasurer
Scott A. Anderson	VP & Controller
Michelle Mallon	VP & Secretary

4. That the principals of ADESA, Inc. and ADESA Florida, LLC are the same.
5. As of the date of this Certificate, there have been no other amendments or rescissions to the above lists of officers.


Dated: 6/30/09


Michelle Mallon, Assistant Secretary

STATE OF INDIANA)
) SS:
COUNTY OF HAMILTON)

Before me the undersigned Notary Public, personally appeared Michelle Mallon and
acknowledged the execution of this instrument this 30 day of JUNE, 2009.

My Commission Expires:
9/24/2016


CHERYL A. SHRADER Notary Public
Resident of Tipton County, IN

**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. ADESA, Inc.
(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. Delaware 3. 35-1842546
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/23/04 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/09
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 13085 Hamilton Crossing Blvd, Ste. 500, Carmel, IN 46032
(Principal office address)

13085 Hamilton Crossing Blvd., Ste. 500, Carmel, IN 46032
(Current mailing address)

8. Administrative - maintenance of employees
(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 NOT acceptable)

Name: Corporation Service Company

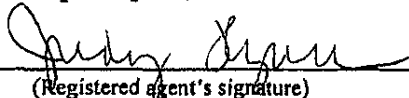
Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(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.

BY: Judy Flynn, Authorized Representative


(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.

2009 JUL -9 PM 3:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: LIST OF DIRECTORS IS ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: LIST OF OFFICERS IS ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.  _____

(Signature of Director or Officer listed in number 12 of the application)

14. Paul J. Lips, Executive Vice President

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

ADESA, INC.

SOLE SHAREHOLDER

KAR HOLDINGS, INC.
13085 Hamilton Crossing Blvd.
Carmel, IN 46032

DIRECTORS

James P. Hallett
13085 Hamilton Crossing Blvd.
Carmel, IN 46032

Paul J. Lips
13085 Hamilton Crossing Blvd.
Carmel, IN 46032

OFFICERS

James P. Hallett	President and Chief Executive Officer 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Eric M. Loughmiller	Executive Vice President and Chief Financial Officer 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Thomas Caruso	Chief Operating Officer 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Rebecca C. Polak	Executive Vice President and Secretary 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Paul Lips	Executive Vice President - Operations and Finance 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Warren Byrd	Executive Vice President - Corporate Development 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Thomas Kontos	Executive Vice President - Analytical Services and Customer Strategies 13085 Hamilton Crossing Blvd. Carmel, IN 46032

ADESA, Inc. Cont.

John Nordin	Executive Vice President and Chief Information Officer 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Robert Rauschenberg	Executive Vice President - Sales and Marketing 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Jonathan Peisner	Vice President and Treasurer 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Scott A. Anderson	Vice President and Controller 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Michelle Mallon	Vice President and Assistant Secretary 13085 Hamilton Crossing Blvd. Carmel, IN 46032
Dennis Jones	President – AutoVIN 50 Mansell Court, Ste. 200 Roswell, GA 30076
Benjamin Skuy	COO – ADESA Canada 50 Burnhamthorpe Road West, Ste. 800 Mississauga, ON L5B 3C2 Canada

Delaware

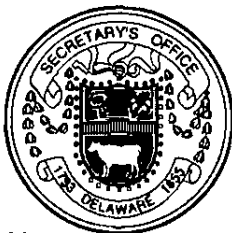
PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADESA, 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 EIGHTEENTH DAY OF MAY, A.D. 2009.

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7307971

DATE: 05-18-09