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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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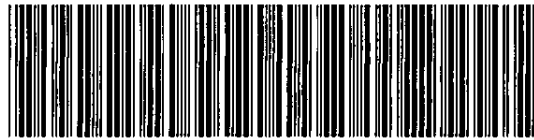
Certificates of Status: _____

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2009 JUL 10 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JUL 13 2009

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: PAR, 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 23, 2009

MARILYN PIERCE
13085 HAMILTON CROSSING BLVD
CARMEL, IN 46032

SUBJECT: PAR, INC.
Ref. Number: W09000029185

We have received your document for PAR, 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 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 one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6928.

Tim Burch
Regulatory Specialist II

Letter Number: 209A00021286

**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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1. PAR, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

PAR North America Inc.

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

2. Indiana

(State or country under the law of which it is incorporated)

3. 35-2062003

(FEI number, if applicable)

4. 12/23/1997

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 6/1/2009

(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., Carmel, IN 46032

(Principal office address)

13085 Hamilton Crossing Blvd., Carmel, IN 46032

(Current mailing address)

8. Professional Automotive Remarketing

(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

(City)

, Florida 32301

(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.

Corporation Service Company

By: Rickeda Jackson Assistant Secretary

Rickeda Jackson
(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.

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

A. DIRECTORS

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see 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. _____

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAR, Inc.

James P. Hallett – Director

Address: 13085 Hamilton Crossing Blvd., Carmel, IN 46032

Paul J. Lips – Director and Executive Vice President

Address: 13085 Hamilton Crossing Blvd., Carmel, IN 46032

Eric M. Loughmiller - Executive Vice President and Chief Financial Officer

Address: 13085 Hamilton Crossing Blvd., Carmel, IN 46032

Rebecca C. Polak - Executive Vice President

Address: 13085 Hamilton Crossing Blvd., Carmel, IN 46032

Jonathan L. Peisner - Vice President and Treasurer

Address: 13085 Hamilton Crossing Blvd., Carmel, IN 46032

Scott A. Anderson - Vice President and Controller

Address: 13085 Hamilton Crossing Blvd., Carmel, IN 46032

Michelle Mallon - Vice President and Secretary

Address: 13085 Hamilton Crossing Blvd., Carmel, IN 46032

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE**

To Whom These Presents Come, Greetings:

I, TODD ROKITA, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records, and proper official to execute this certificate.

I further certify that records of this office disclose that

PAR, INC.

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TALLAHASSEE, FLORIDA

duly filed the requisite documents to commence business activities under the laws of State of Indiana on December 23, 1997, and was in existence or authorized to transact business in the State of Indiana on June 18, 2009.

I further certify this For-Profit Domestic Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the city of Indianapolis, this Eighteenth Day of June, 2009.



TODD ROKITA, Secretary of State

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