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FILED
00 NOV -9 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 891348 4339845

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizute

ORDER DATE : November 8, 2000

ORDER TIME : 9:47 AM

ORDER NO. : 891348-005

CUSTOMER NO: 4339845

CUSTOMER: Ms. Teresa Swihart
Ice Miller
One American Square
Box 82001
Indianapolis, IN 46282

100003458741--9

FOREIGN FILINGS

NAME: AUCTION FINANCE GROUP, INC.

XX PROFIT

XX CORPORATE

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight - EXT# 1156

EXAMINER: _____

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TALLAHASSEE, FLORIDA

G. COULLETTE NOV 09 2000

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Auction Finance Group, Inc.
(Name of Corporation)

Delaware
(Incorporated Under Laws Of)

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This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

ADESA Corporation, 310 E. 96th Street, Suite 400
(Mailing Address)

Indianapolis, IN 46240
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Karen C. Turner General Counsel, Vice President and Secretary
Signature of the chairman or vice chairman of the board, Title
president, or any officer.

Karen C. Turner

11/2/00

Typed or printed name

Date