

03-21-2002

FORM PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Tr.

102024903

... documents or copy thereof.

1. Name of conveying party(ies):
Auto Placement Center, Inc.

3-6-02

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying parties(ies) attached: Yes No

2. Name and address of receiving party(ies):

Name: ADESA Properties, Inc.

Internal Address: _____

Street Address: 6956 Lansing Road

City: Dimondale State: MI Zip: 48221

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: _____

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s):

1775471

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Russell E. Fowler, II

Internal Address: ICE MILLER

Street Address: One American Square, Box 82001

City: Indianapolis State: Indiana ZIP: 46282

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 09-0007

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Russell E. Fowler, II
Name of Person Signing

Russ Fowler
Signature

2/25/02
Date

Total number of pages including cover sheet: 4

OMB No. 0651-0011 (exp 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

03/21/2002 LMUELLER 00000024 1775471

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40.00 OP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231 and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503

#949455 V1 - ADESA RECORDATION FORM COVER SHEET T02087-US-0

TRADEMARK
REEL: 002466 FRAME: 0226

ASSIGNMENT OF TRADEMARKS

KNOW ALL MEN BY THESE PRESENTS, that Auto Placement Center, Inc., a corporation organized and existing under the laws of the Rhode Island and having a place of business at 150 Amaral Street, East Providence, RI, the (“Seller”) and ADESA Properties, Inc., a corporation organized and existing under the laws of the state of Delaware and having a place of business at 6956 Lansing Road, Dimondale, MI 48221 (the “Buyer”) have entered into an Asset Purchase Agreement dated as of January 10, 2001 pursuant to which Seller agreed to sell and Buyer agreed to buy substantially all of the assets of Seller, which agreement is hereinafter referred to as the “Agreement”. Except as otherwise stated herein, all terms used herein shall have the same meaning as set forth in the Agreement.

WITNESSETH:

WHEREAS, in accordance with the Agreement, Assignor has simultaneously herewith by a bill of sale, assignments and other instruments of transfer and conveyance of even date vested in Assignee all of Assignor’s right, title and interest in the Assets effective as of Closing Date; and

WHEREAS, Assignor has adopted, used and is the owner of the trademarks which are pending and registered in the United States as listed on Exhibit A annexed hereto and made a part hereof (the “Trademarks”); and

WHEREAS, Assignee desires to acquire the entire right, title and interest in the Trademarks and the issued registrations thereof.

NOW THEREFORE, in consideration of the mutual promises contained herein, and for other good and valuable consideration, Assignee and Assignor agree as follows:

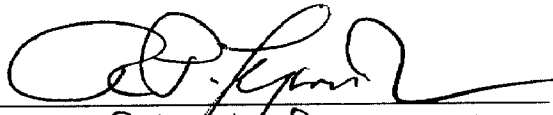
1. Assignor, by these presents, does sell, assign, and transfer unto the Assignee all of its right, title and interest in and to the Trademarks and the issued registrations thereof, together with the good will of the business symbolized by said marks and issued registrations thereof.

2. Assignor, at the expense of Assignee, agrees to execute all other instruments and take all other lawful actions necessary or appropriate to assist Assignee in securing and maintaining registered trademarks in the United States as the Assignee shall designate, and to vest and confirm in the Assignee legal title to the pending and registered trademarks and the issued registrations thereof.

3. Assignor hereby authorizes and requests duly authorized officials of any jurisdiction to take such action as may be required to give effect to the sale, assignment and transfer made herein.


IN WITNESS WHEREOF, Assignor has caused these presents to be executed as of the 20 day of February, 2001.

AUTO PLACEMENT CENTER, INC.

By: 
Name: Robert P. Lyons, Jr.
Title: President + CEO

)
) ss:
)

On the 20th day of February, 2001, before me personally appeared the above-named Robert P Lyons, Jr., of Auto Placement Center, Inc., to me known and known by me to be President + CEO of said corporation and acknowledged said instrument so executed to be his free act and deed in said capacity and the free act and deed of said corporation.


Notary Public
My Commission Expires: 6/23/01

[SEAL]



Attorney Docket No.:

EXHIBIT A

REGISTERED AND PENDING UNITED STATES TRADEMARKS
OWNED BY AUTO PLACEMENT CENTER, INC.

U.S. Trademarks:

Serial No.	Filed	Mark	Reg. No.	Issued	Notes:
74267482	1992-04-20	AUTO PLACEMENT CENTER APC	1775471	1993-06-08	Current Status: Section 8 and 15 affidavits have been accepted and acknowledged. Date of Status: 1998-10-17 Renewal Due: June 8, 2003

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