

09-02-2004

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102828447

To the Director of the U. S. Patent and Trademark Office. Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

ADESA Corporation

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

Citizenship (see guidelines) Indiana

Execution Date(s) May 24, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: ADESA, Inc.

Internal Address: Suite 500

Street Address: 13085 Hamilton Crossing Blvd

City: Carmel

State: Indiana

Country: U.S.A. Zip: 46032

- Association
 - General Partnership
 - Limited Partnership
 - Corporation
 - Other
- Citizenship Indiana

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

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

76/543,772
76/597,121

B. Trademark Registration No.(s) 2,663,020
2,766,567

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Maginot, Moore & Beck, LLP

Internal Address: c/o Russell E. Fowler

Street Address: Bank One Center/Tower
111 Monument Circle, Suite 3000

City: Indianapolis

State: Indiana Zip: 46204-5115

Phone Number: (317) 638-2922

Fax Number: (317) 638-2139

Email Address: refowler@maginot.com

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 115.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Russ Fowler

Signature

August 12, 2004

Date

Russell E. Fowler

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

09/01/2004 15:00:00
01 FC:652
02 FC:652
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**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF MERGER

of

ADESA, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Certificate of Merger of the above Delaware For-Profit Foreign Corporation has been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

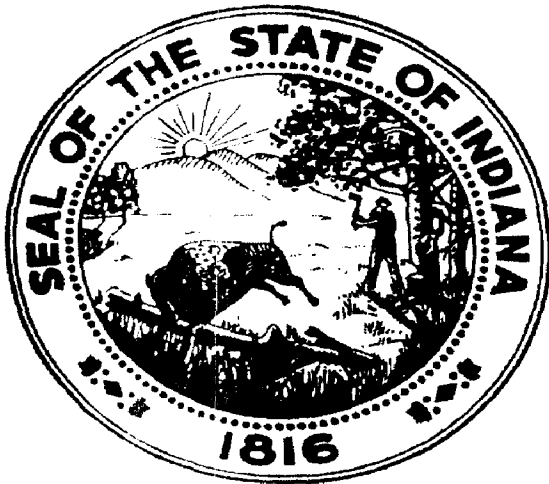
ADESA CORPORATION

a(n) For-Profit Domestic Corporation

merged with and into the surviving entity:

ADESA, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, May 24, 2004.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, May 24, 2004.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

2004052600030 / 2004052699995

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513

on August 12, 2004

(Date of deposit)

Russell E. Fowler

Name of person mailing Document or fee

Russ Fowler

Signature

August 12, 2004

Date of Signature

Sir:

The following documents are forwarded herewith for appropriate action by the U.S. Patent and Trademark Office:

1. Recordation Cover Sheet
2. Certificate of Merger
3. Check in the amount of \$115.00
4. One return post card.

It is respectfully requested that the post card be stamped with the date it is received and returned as soon as possible. Please charge any deficiency or credit any overpayment to Deposit Account No. 13-0014, but not to include any payment of issue fees.

Very truly yours,

Russ Fowler

Russell E. Fowler
Attorney for Applicant
Registration No. 43,615

August 12, 2004
Maginot, Moore & Beck
Bank One Center/Tower
111 Monument Circle, Suite 3000
Indianapolis, Indiana 46204-5130
(317) 638-2922 phone
(317) 638-2139 facsimile



08-16-2004

U.S. Patent & TMO/TM Mail RcptDt. #66

RECORDED: 08/16/2004

TRADEMARK
REEL: 003040 FRAME: 0275