

PAYLE\$\$ AUTO AUCTION, L.L.C.
3245 W Broadway Road
Phoenix, AZ 85041
602-268-2380 FAX 602-268-4726

Thank you for your interest in Payless Auto Auction. We are pleased to enclose our registration forms.

Before transacting any business, you will be required to provide the following;

- 1) A fully completed registration form, including the company's Federal Tax ID Number and the Social Security Numbers of the owner(s) and all agents.
- 2) A copy of your CURRENT DEALERSHIP LICENSE AND STATE SALES TAX LICENSE.
- 3) The signature of an OWNER, CORPORATE OFFICER or GENERAL MANAGER.

NOTE: PROPER TO ARRIVAL, PLEASE CALL TO BE SURE YOUR PAPERWORK HAS BEEN RECEIVED AND PROCESSED.

We realize sometimes filling out forms and applications are bothersome and an inconvenience, but as I am sure you realize in your business, you cannot sell a car to a customer without an application being completed and current information such as banking and references on that customer.

You are a valued customer and we look forward to serving all of your Auction needs.

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DEALER INFORMATION

Date ___/___/___

Business Name _____

Trade Name _____

Address _____ City _____ State ___ Zip _____

Telephone # (____) ____ - _____ Fax # (____) ____ - _____

E-mail Address : _____

Owner _____ Officer _____

Business Type:

___ Sole Proprietorship Corporation: ___ Subchapter C ___ Subchapter S
___ Limited Liability Co. Partnership: ___ General ___ Limited

If Corporation: If Limited Liability Co.: If Limited Partnership:
State of Incorporation: _____ State of Organization: _____ State of Registration: _____

Federal Taxpayer Identification #: _____

State Taxpayer Identification #: _____

Date Established: ___/___/___

Dealer License #: _____

FOR OFFICE USE ONLY

FTI # on File _____
STI # on File _____
DL # on File _____
Bidder Number: _____

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The undersigned dealer (“Dealer”) acknowledges receipt of Payless Auto Auction (“Payless”) Terms and Conditions, which set forth the terms and conditions under which Dealer may conduct business at the auction, and, by executing and submitting to Payless Auto Auction this Dealer Application, and by subsequent use of Payless’ card issued to Dealer upon approval of this Dealer Application, Dealer agrees to the Auction Terms and Conditions, which may be changed from time to time.

IN WITNESS WHEREOF, Dealer, or Dealer’s duly authorized representatives, has (have) executed this Dealer Application this ____ day of _____ 20__.

(If a Sole Proprietorship)

(Printed Name of Dealer)

(Signature of Dealer)

(If a corporation, partnership, limited liability company or some entity other than a sole proprietorship)

Attest:

(Printed Name of Corporation, Etc.)

By: _____
(Signature of Officer, Etc.)

By: _____
(Signature of Officer, Etc.)

(Printed Name and Title of Officer, Etc.)

(Printed Name and Title of Officer, Etc.)

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This is to certify that all material, merchandise or goods (including reconditioning of motor vehicles) purchased by the undersigned from or through Payless Auto Auction after _____, 20____ is purchased for the following purpose(s):

___ Resale as tangible personal property.

___ To be incorporated as a material or part of other tangible personal property to be produced for sale by manufacturing, assembling, processing or refining.

___ To be exported for sale, use or consumption outside the continental limits of the United States.

___ Other:

This certificate shall be considered a part of each order which we shall give. This certificate is to continue in force until revoked. The undersigned is authorized to execute this document for the purchaser named below. Any purchase of reconditioning or a motor vehicle is to recondition that motor vehicle for resale by the purchaser named below who is registered with the Arizona Department of Revenue as a dealer and required to collect sales tax on retail sales of motor vehicles.

Purchaser: _____

By: _____

(Signature)

(Purchaser's Arizona Department of Revenue Number)

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PERSONAL GUARANTY

The undersigned, whether one or more, personally guarantee(s) Dealer's payment and performance of the Auction Terms and Conditions and all transactions by Dealer taken pursuant thereto.

The undersigned acknowledges(s) that Payless Auto Auction shall have the right to refuse to transact business with Dealer, to modify or release and all collateral security, to extend of change time of payment and to settle or compromise with Dealer without notice to the undersigned and without discharging or affecting the liability of the undersigned hereunder. This personal guaranty is to be a continuing guaranty and the undersigned hereby waive(s) notice of acceptance of this guaranty and presentment, demand, protest and any notice of non-payment or dishonor. The undersigned shall be liable as principal debtor(s) and not merely as surety (or sureties), and the bankruptcy or any assignment in favor of creditors of Dealer shall not affect the enforceability of this personal guaranty.

This personal guaranty shall bind the respective heirs, executors, administrators and assigns if the undersigned, and shall inure to the benefit of Payless Auto Auction, its successors, assigns, and subrogees.

Where there is more than one signatory to this personal guaranty, each signatory shall be jointly and severally liable under this personal guaranty.

IN WITNESS WHEREOF, the undersigned has (have) executed this personal guaranty this _____ day of _____, 20__.

(Printed Name of First Owner)

(Witness Printed Name)

(Signature of First Owner)

(Witness Signature)

(Printed Name of Second Owner)

(Witness Printed Name)

(Signature of Second Owner)

(Witness Signature)

(Printed Name of Third Owner)

(Witness Printed Name)

(Signature of Third Owner)

(Witness Signature)

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Authorized Representatives:

1) Representative _____ SSN# _____

Home Phone # _____ Cell # _____

Address _____ City _____ State ____ Zip _____

Date of Birth _____ Driver's License # _____

Representative Signature _____

Officer/Owner Signature _____

Authorized To: ____ Buy Cars ____ Sign Checks/Drafts (Check all that apply)

2) Representative _____ SSN# _____

Home Phone # _____ Cell/Pager # _____

Address _____ City _____ State ____ Zip _____

Date of Birth _____ Driver's License # _____

Representative Signature _____

Officer/Owner Signature _____

Authorized To: ____ Buy Cars ____ Sign Checks/Drafts (Check all that apply)

3) Representative _____ SSN# _____

Home Phone # _____ Cell/Pager # _____

Address _____ City _____ State ____ Zip _____

Date of Birth _____ Driver's License # _____

Representative Signature _____

Officer/Owner Signature _____

Authorized To: ____ Buy Cars ____ Sign Checks/Drafts (Check all that apply)

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POWER OF ATTORNEY

The undersigned, and its subsidiaries hereby duly appoint Payless Auto Auction (“Payless”), located at 3245 W Broadway Rd., Phoenix, AZ 85041 through its authorized employees and agents, to act as our ATTORNEY-IN-FACT to sign all papers and documents that may be necessary pertaining to the sale of the vehicles or pertaining to the purchase of vehicles by the undersigned, including with out limitation, any title, title transfer document, reassignment of odometer disclosure statements as required by federal law.

In consideration on Payless’ agreement to execute such documents on behalf of the undersigned from time to time, the undersigned shall indemnify, defend, and hold harmless Payless, its affiliates, subsidiaries, officers, directors, employees, successors, and assign from and against any and all loss, damages, liability, claims, cause of action, and expenses of whatever kind and nature arising from the execution by Payless or its employees or agents of any certificate of title, odometer statement, bill of sale, or other document necessary to transfer ownership of consigned vehicles. Notwithstanding the foregoing, nothing contained herein shall be construed to require the undersigned to indemnify Payless, its affiliates, subsidiaries, officers, directors, employees, successors, and assigns from any loss resulting from any gross negligence or willful misconduct of Payless or its employees or agents.

This Power of Attorney shall be effective as of the date of signing hereof behalf of the undersigned and expires on December 31, 2012, unless earlier termination by the undersigned in its sole discretion.

This Power of Attorney supersedes any previous authorization to act as agent and attorney-in-fact for the undersigned.

Dealer

By: _____

Printed: _____

Its: _____

Subscribed and sworn to before me this _____ day of _____, 20____.

Notary Public

Commission Expires: _____ County of Residence: _____