

Barrett-Jackson

LIFESTYLE

P A L M B E A C H . 2 0 0 9

THE ROAD TO PARADISE

PALM BEACH, FL · APRIL 9-11, 2009

AMERICRAFT EXPO CENTER AT THE SOUTH FLORIDA FAIRGROUNDS

HUNDREDS OF AMAZING VEHICLES ALL AUCTIONED AT NO RESERVE



**1966 AUSTIN-HEALEY
3000 MARK III BJ8 PHASE II
SPORTS CONVERTIBLE
(LOT #674)**



DEFIES TIME. AND MOST EVERYTHING ELSE.

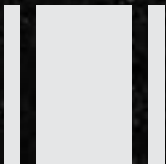


INTRODUCING THE NEW 2010 MUSTANG.
COMPLETELY CHANGED, INSIDE AND OUT. BUT THE FEELING
IS THE SAME AS EVER. SEE IT AT THE2010MUSTANG.COM.

COMING SPRING 2009.



Drive one.



Here's Your Opportunity to Drive the Latest and Greatest Automobiles from Ford and GM.



Barrett-Jackson's premier sponsors - Ford Motor Company and General Motors, invite you to participate in the exciting Ride 'N' Drive track at the Palm Beach auction event. Experience the speed, the handling, and all the new features first-hand as you Ride 'N' Drive through a 1/2 mile track at the event. Stop by the Ford and GM exhibits located in the West Hall to sign-up!



Proudly Sponsored by **BRIDGESTONE**
PASSION for EXCELLENCE



1996 Buick Custom "Blackhawk"
\$522,500 (Lot #1303)

EXCEEDING EXPECTATIONS

BARRETT-JACKSON RECORDS STRONG SALES AT THE 2009 SCOTTSDALE AUCTION

Barrett-Jackson Auction Company exceeded industry-wide expectations by recording more than \$63 million in sales during the 38th annual Scottsdale auction. From Jan. 11-18, 2009, the all No Reserve auction featured an eclectic offering, including a 1929 Ford 4-AT-E Tri-Motor airplane that sold for \$1.21 million and the "first production" 1955 Ford Thunderbird that fetched \$660,000. Despite an uncertain economy, numerous Barrett-Jackson records were set, including \$220,000 for a 1959 Chevrolet Corvette convertible, \$250,000 for a 50th Anniversary Hurst Performance 2008 Dodge Viper and \$137,500 for a 1970 Ford Mustang Boss 302 fastback.

Hailed as "The World's Greatest Collector Car Auctions™," the 2009 Scottsdale event featured over 1,100 collector vehicles and 40 hours of live, high-definition TV coverage on SPEED. For the third consecutive year, more than 200,000 people attended the Scottsdale auction.

"The car collector community enjoyed another stellar Scottsdale event at Barrett-Jackson," said Craig Jackson, Chairman/CEO of Barrett-Jackson. "It was truly a celebration of our hobby and its resiliency."

"Sales were solid from start to finish and exceeded expectations. Barrett-Jackson was an oasis for hundreds of thousands of people looking to escape the economic headlines and enjoy some amazing cars in beautiful weather," added Jackson.

The rare Tri-Motor aircraft, one of only a handful known to be in existence today and extensively restored by aviation expert, Bob Woods, has led a storybook existence, including being shot during the World War II attack at Pearl Harbor. The Thunderbird that was sold is also overflowing with provenance, as it is documented by Ford Motor Company as No. 1 and represents the birth of Ford's sports car program.

In addition to the top sellers, Barrett-Jackson offered a healthy collection of entry level to mid range cars. With nearly 70 percent of all purchases made by new buyers, these vehicles served as the nucleus of the 2009 event. The diverse docket also catered to buyers planning to spend conservatively in today's economy.





1929 Ford 4-AT-E Tri-Motor airplane
\$1.21 million (Lot #1307)



1955 Ford Thunderbird convertible
"Production No. 1" – \$660,000 (Lot #1295)



1970 Plymouth Superbird custom tribute
\$501,000 (Lot #1289)



2006 Chevrolet Monte Carlo NASCAR
"Jeff Gordon's" – \$500,000 (Lot #1274)



2005 Saleen S7 Twin-Turbo 2-door coupe
\$412,500 (Lot #1305)



2010 Chevrolet Camaro "First Retail Production"
\$350,000 (Lot #1316)

All auction prices, excluding charity vehicles, include buyer's premium.

"Our customers asked us to offer more mid-range vehicles this year," noted Steve Davis, president of Barrett-Jackson. "And the solid sales performance demonstrates the wisdom of our approach. While the Tri-Motor and Thunderbird were highlights of the week, collectors really responded to cars in the \$50,000 to \$150,000 price range. We're cognizant of the current economic conditions and made sure to offer something for everyone."

Barrett-Jackson joined forces with General Motors to offer a select group of vehicles from the GM Heritage Fleet, which was embraced by the company's diverse clientele. "The General Motors Offering represented an opportunity for collectors to own a piece of GM history," continued Davis. "An example was the show-stopping 'Blackhawk' concept that went for more than \$500,000. Many of the vehicles from the GM Offering exceeded our original estimates, validating this once-in-a-lifetime opportunity."

Barrett-Jackson continued to elevate into a passion-filled lifestyle experience, including celebrities in attendance and more than 350

exhibitors, ranging from luxury to mainstream products and services. The passion and enthusiasm for the car collecting hobby and the lifestyle it represents remains healthy, despite the current economy.

Additionally, Barrett-Jackson helped raise more than \$4.4 million for various charitable organizations during the 2009 Scottsdale auction with the help of Richard Petty, Rusty Wallace, Goose Gossage, Bill Goldberg, Reggie Jackson, John Force and Robert Yates, among others.

"The Scottsdale auction was a success on many levels," added Jackson. Everyone involved in this fantastic week would agree that the collector car hobby continues to be healthy."

With strong sales in Scottsdale and a successful inaugural Las Vegas auction last October, Barrett-Jackson has recorded over \$90 million in sales over the last four months. The company is taking consignments for Palm Beach as it carries forward the momentum of the car collecting passion exhibited by its performance in Las Vegas and Scottsdale.





THE ROAD TO PARADISE

7TH ANNUAL AUCTION



THE WORLD'S GREATEST COLLECTOR CAR AUCTIONS™

PALM BEACH

APRIL 9-11 · 2009

AMERICRAFT EXPO CENTER
AT THE SOUTH FLORIDA FAIRGROUNDS

9067 SOUTHERN BOULEVARD · WEST PALM BEACH, FL 33411

SCHEDULE OF EVENTS

Wednesday, April 8

Preview Day

8:00am – 4:00pm

Registered Bidders, Consignors
and credentialed guests only.

Opening Night Gala

7:00pm – 10:00pm

Invitation only

General admission tickets can
be purchased in advance at:
www.Barrett-Jackson.com

3 Day Passes (Best Value):

- Adult: \$28.50
 - Senior, Student or Military: \$21.50
(Seniors 55+ and Student/Military with Valid ID)
 - Child: \$9.50 (Ages 6-12)
- No Fees!**

Ticket prices listed here are valid until midnight on 4/8.

Thursday, April 9

8:00am..... Gates Open

10:00am – 12:00pm..... Automobilia Auction

12:00pm – 8:00pm..... Collector Car Auction (Lot #1-120)

Tickets: Adult \$10.00 · Senior/Student/Military \$7.00 · Child \$3.50

Friday, April 10

8:00am..... Gates Open

9:00am – 10:00am..... Automobilia Auction

10:00am – 8:00pm..... Collector Car Auction (Lot #300-434)

Tickets: Adult \$10.00 · Senior/Student/Military \$7.00 · Child \$3.50

Saturday, April 11

8:00am..... Gates Open

9:00am – 10:00am..... Automobilia Auction

10:00am – 8:00pm..... Collector Car Auction (Lot #600-720)

Tickets: Adult \$15.00 · Senior/Student/Military \$12.00 · Child \$5.00

LIVE HIGH-DEFINITION COVERAGE ON **SPEED**
CHECK YOUR LOCAL LISTINGS



LOT #655 - 2004 FORD MUSTANG GT CONVERTIBLE CONCEPT

The Mustang GT convertible concept, which debuted at the North American Auto Show in January of 2003, signaled a new direction for the 2005 Mustang. After its debut, this car travelled to more than 50 auto shows around the world. The Redline Red Metallic car features a distinct "showbar" with a rim of billet-aluminum trim picking up where the instrument panel and console trim leave off. This car started out with a significantly modified Ford Thunderbird rear-wheel-drive architecture. The platform was sectioned to achieve the proper proportion. The front-end geometry is all original. The 20" wheels and 13.8" vented and cross-drilled Brembo disc brakes are pushed out to the corners and anchor the design to the road. A sharp accent line runs the length of the body just above the rocker panel and culminates in a "C-scoop" design behind the door cutline to create an intentional visual link with the C-pillar design. The Mustang GT convertible's interior is awash in supple red and charcoal leather and accented with billet-aluminum hardware that gives an appearance that is robust and highly technical. The modern interior design pays homage to another era in Mustang history while the use of high-quality materials, precision craftsmanship and technical innovations point to Mustangs to come. Upon opening the door, both driver and passenger will see the Ford logo proudly displayed on a billet-aluminum sill panels. The interior includes perforated red leather surfaces on the seat backs and steering wheel, as well as a billet-aluminum shifter for the 5-speed automatic transmission, 4-point racing-style seatbelts and unique instrument gauges that look like a fine watch with its face removed. Four-point harnesses brace the occupants for what they see next. The cluster instrumentation is unique, but features a familiar, round optical look. Rather than using needle pointers, the gauges feature a small, gear-driven, trolley scored with indicator lines that rides around the inside of the bezel matching rpm and groundspeed. This concept car will be auctioned off for charity with all proceeds going to benefit the Juvenile Diabetes Research Foundation (JDRF). Sold on a Bill of Sale.



LOT #655.1 - 2004 FORD MUSTANG GT COUPE CONCEPT

The Mustang GT coupe concept, which debuted at the North American Auto Show in January of 2003, signaled a new direction for the 2005 Mustang. This car travelled to more than fifty auto shows around the world after its debut in Detroit 2003. The Tungsten Silver coupe interprets the performance edge of Mustang's heritage. The cockpit is dramatic for the driver and passenger with its glass roof and lush red and charcoal leather accented by billet-aluminum hardware. The cluster gauges, 3-spoke steering wheel and innovative cockpit dash design are clear cues from a rich Mustang history, but there is no denying that Ford's new Mustang GT concept celebrates that heritage in a dramatically modern interpretation of the future. Unlike production Mustangs, the Mustang GT concept has only two seats - racing-inspired with red perforated leather. Instead of a 2+2 design, the Mustang GT coupe's billet-aluminum strut brace linking the two rear shock towers serves as the primary hold down for a backseat mounted spare tire. The Mustang GT concept's adaptive headlamps are like technical jewels. Two concentric rings are shielded behind a single lens. The rings rotate in a helix pattern to zoom in and out like a camera lens. From a single light source, the Mustang GT concepts use fiber optic ribbon to deliver adaptable light levels through their highly focused lenses. An upward rake angle makes the car appear to be in motion even while at a standstill. The 20" wheels and 13.8" vented and cross-drilled Brembo disc brakes are pushed out to the corners and anchor the design to the road. A sharp accent line runs the length of the body just above the rocker panel and culminates in a "C-scoop" design behind the door cutline. The design creates an intentional visual link with the C-pillar design. The functional hood scoops help the Supercharged engine breathe as it churns out nearly 400hp. The engine bay boasts a MOD 4.6 Liter 90-degree cast-iron block V8 with aluminum heads, a belt-driven supercharger and a liquid-to-air intercooler. This concept car will be auctioned off for charity with all proceeds going to benefit the Juvenile Diabetes Research Foundation (JDRF). Sold on a Bill of Sale.



LOT #665 - 2010 FORD SHELBY GT500 COUPE Ford Motor Company and Barrett-Jackson will continue to offer collectors the latest in high performance cars for bid at this year's Palm Beach Auction. The first 2010 Ford Shelby GT500 available for retail sale to the public will be auctioned off for charity with all proceeds above MSRP going to benefit The Carroll Shelby Children's Foundation. With world-class handling, aggressive styling, and extreme levels of horsepower and torque, the latest generation Mustang will deliver unparalleled performance in its segment. Over the last three years Ford and Barrett-Jackson have raised over \$2.0 million dollars for charity through the auction of Ford Motor Company Products. The winning bidder will be given an opportunity to contribute to a worthy cause while making automotive history.



LOT #381 - 1970 FORD MUSTANG BOSS 302 FASTBACK
1 of 254 BOSS 302 Mustangs with engine oil cooler and 4.30 Detroit Locker rear differential. Dealer-installed sport slats and rear antenna complete the car. A full nut and bolt restoration in the late 80's. Documented with Marti Report and Window Sticker.



LOT #652 - 1970 FORD MUSTANG BOSS 302 FASTBACK
A frame-off, full nut and bolt restoration. Equipped with a 302cid 4V BOSS 8 cylinder engine, 4-speed wide ratio manual transmission, power front disc brakes, quick ratio steering and competition suspension. Highly documented and a Concours Gold winner.



LOT #682 - 1970 FORD MUSTANG BOSS 302 FASTBACK
An un-restored car with original paint and 35,986 original miles. Numbers matching with all the rare and unique correct parts. Has had the same owner for 20 years and is documented by a Deluxe Marti Report and Build Sheet.



LOT #659.1 - 1969 FORD MUSTANG 428 SCJ MACH 1 FASTBACK
Equipped with a 428 SCJ engine, 4-speed, Drag Pack, Traction-Lok differential, visibility group, sport deck rear seat, power front disc brakes and AM radio. A 4-year, nut and bolt restoration. Has the original interior and is a 33,827 actual mile car.

Barrett-Jackson encourages its patrons to make informed purchasing decisions.

Each description contained herein is provided by the consignor for the purpose of describing the item offered for sale. The accuracy of a description is the responsibility of the consignor, and Barrett-Jackson is not responsible for any errors contained in a description or for the failure of consignor to produce any item featured in this catalog. All property is sold "as is-where is." Barrett-Jackson makes no express or implied warranty or representation of any kind or nature with respect to particular items sold at auction. In no way shall Barrett-Jackson be responsible for correctness of, or be deemed to have made any representations or warranty of merchantability, fitness for use, description, size, genuineness, attribution, provenance or condition concerning vehicles and/or other memorabilia contained in this catalog. Potential purchasers are advised that vehicles that are recreations, "kit cars" or purpose-built vehicles may have year model or component parts that are different from what is indicated on the title, and may be built by hobbyists or others without professional experience. By bidding at auction, whether present in person or by agent, by written bid, telephone, Internet or other means, the buyer agrees to be bound by these conditions of sale and all conditions set forth in the Bidder Agreement. Potential purchasers are encouraged to conduct their own examination of an item before purchase, must review and sign the Barrett-Jackson Bidder Agreement, and shall satisfy themselves of any and all questions regarding item descriptions prior to purchase. Information is subject to change. The vehicles described herein are representative of the vehicles that will be offered for sale. Barrett-Jackson makes every effort to ensure that every vehicle described is offered at auction, but cannot guarantee that every vehicle described will be present. Please check the Barrett-Jackson website at www.barrett-jackson.com for the most current vehicle listings, or call 480-421-6694 for more information.



LOT #667
1967 SHELBY GT500 FASTBACK

A two owner, SAAC registered, classic Lime Gold car. Features outboard lights, 4-speed transmission and 66,000 original miles. 1 of 685 produced. A complete rotisserie restoration. Powered by a replacement 428 CJ with dual-quad carbs producing 450hp.



LOT #647.1 - 1967 FORD MUSTANG GTA CONVERTIBLE
A big block 390 "S" Code car that is loaded with options. A nut and bolt restoration from top to bottom.



LOT #643 - 1957 FORD THUNDERBIRD CONVERTIBLE A no expense spared, body-off restoration with a 312cid V8 engine, automatic transmission, power front disc brakes, air conditioning, AM/FM push-button radio, rear fender skirts, hardtop, real wire wheels and all new correct red vinyl upholstery.



LOT #636.1 - 1936 FORD CUSTOM WOODY WAGON
A custom made car built from a 1936 Phaeton 4 door. Features a V8 with an automatic, air, power steering, stereo, etc. Over 2,000 hours were spent just in the wood work.



LOT #644.1 - 1935 FORD CUSTOM PICKUP
An all steel, custom built truck that took 4 years to complete. Equipped with an Air Ride Technologies system, new Currie 9" locker rear end, T.C.L. Ford AOD transmission and a new Smeding Performance 347 Ford small block.



LOT #647 - 1937 FORD 3 WINDOW CUSTOM COUPE A Minotti 3 window coupe in Halabura Green and Sunlight Sand with a 350 Chevy V8 and T56 transmission. A full custom car and 1 of only 6 built. Features a billet grille, '37 headlights, trick LED slot taillights, TCT chassis, boxed rails and much more.



LOT #636 - 1936 FORD CABRIOLET CUSTOM CONVERTIBLE An all steel Resto-Mod that features a Corvette LT1 350 engine, Turbo 350 transmission, tilt steering column, Camaro front end with disc brakes, power windows and a custom leather interior. Has been driven 1,400 miles since the frame-off build.



Highlights of the General Motors Offering at the 2009 Palm Beach Auction

Barrett-Jackson and General Motors are once again proud to present a unique offering of rare vehicles being sold throughout the 3-day event. This eclectic group includes customs, classics, Corvettes and an impressive group of pace cars.



LOT #411 - 2003 PONTIAC GRAND PRIX DAYTONA 500 PACE CAR
Features a 3800 Series II V6 Supercharged engine with automatic transmission with manual option, BFGoodrich Comp T/A 225x55x17 tires and a leather interior. Sold on a Scrap Title.



LOT #419 - 1999 CHEVROLET MONTE CARLO BRICKYARD PACE CAR #2
The #2 official pace car from the 1999 Brickyard 400, which was won by Dale Jarrett. Features special strobe lights mounted on the roof, deck lid and fascia, special exhaust tips, special graphics and special lower cladding. Sold on a Scrap Title.



LOT #421 - 2003 CHEVROLET CORVETTE LEMANS SAFETY CAR #6
Equipped with a 5.7 Liter/350hp LS1, roof-mounted strobe accessories, 50th Anniversary metallic red paint with unique graphics and badges, 24 hours of LeMans graphics, Simpson 3" safety harness and Pemall fire extinguisher. Sold on a Salvage Title.



LOT #616.1 - 1999 PONTIAC FIREBIRD TRANS AM DAYTONA 500 PACE CAR
A 30th Anniversary Edition that was also an official pace car for the 1999 Daytona 500. Features a 5.7 Liter V8 engine, automatic transmission, Goodyear Eagle F1 tires, T-top and leather bucket seats. Sold on a Salvage Title.



LOT #680.2 - 1997 CHEVROLET CORVETTE 24 HOURS AT LEMANS SHOW PACE CAR
Features a high-compression 6.1 Liter OHV aluminum LS1 V8 engine with produces 450hp at 5900 rpm. The transmission is a rear-mounted, 6-speed manual. Also features Goodyear F1 Fiorano tires and Fikse aluminum wheels. Sold on a Scrap title.



LOT #675 - 1978 CHEVROLET CORVETTE INDY 500 PACE CAR #4
1 of only 4 built, this Corvette was 1 of the VIP Parade Lap vehicles and was requested for use as the Official Pace Car for the 1978 Championship race series. Powered by a L82 V8 engine with an automatic. Sold on a Scrap Title.

NEITHER GM NOR BARRETT-JACKSON MAKES ANY WARRANTY OR REPRESENTATION OF ANY KIND, EXPRESSED OR IMPLIED, CONCERNING THE VEHICLE (INCLUDING NO WARRANTY OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE). FOR COMPLETE TERMS OF SALE CONCERNING THESE VEHICLES, PLEASE VISIT BARRETT-JACKSON.COM PRIOR TO BIDDING.



LOT #675.1 - 2001 CHEVROLET CAMARO ZL1 CUSTOM COUPE
Features a ZL1 LS6 400hp aluminum small block, 6-speed manual with Z06 clutch, RWD 4.10:1 ratio drive axle, chambered exhaust, Z06 wheels and brakes, Penske triple adjustable nitrogen filled shocks and Eibach 1.5" lowering springs. Sold on a Scrap Title.



LOT #676 - 1988 CHEVROLET CAMARO IROC Z "CHUCK JORDAN SHOW CAR"
Designed by GM VP of Design Chuck Jordan to test the Camaro's aerodynamic and aesthetic opportunities. A custom Candy Apple Orange car with a redesigned Italian leather interior. Sports ground effects and a rear deck lid wing. Sold on a Scrap Title.



LOT #676.1 - 1990 CHEVROLET CORVETTE ZR-1 "ACTIVE" PROTOTYPE
Pioneered the advantages of "Active Suspension" and featured GTP Corvette race car technology. Built at the Bowling Green Plant, this vehicle was developed as a prototype for a limited edition run in the 1990 model year. Sold on a Bill of Sale.



LOT #677 - 1997 CHEVROLET CORVETTE CERV IV-B
A C-5 Mule test vehicle with a production 5.7 Liter V8, 6-speed manual transmission, 4-wheel disc brakes, BBS basket wheels, side curtains, no side window glass, and a modified production interior. Sold on a Bill of Sale.



LOT #678.1 - 1999 CHEVROLET CORVETTE "FIRST BUILT"
The first hardtop produced since 1967. Equipped with a LS7 engine, Z51 suspension system and manual transmission.



LOT #677.1 - 2005 CHEVROLET COBALT "TIME ATTACK" CUSTOM
Driven by John Heinricy. Powered by a 2.0 Liter SC Stage II Ecotec 264hp engine. Features a nitrous system, Exedy low mass flywheel, Hoosier tires, Sparco carbon fiber race seat and race steering wheel, full roll cage and side net. Sold on a Bill of Sale.



LOT #678 - 1920 CHEVROLET MODEL T TRUCK
A 'T' 1-Ton Worm Drive truck with an open cab and chassis. A 2 passenger truck with a 224cid OHV Inline 4 cylinder cast iron block that produces 37hp. Has a Zenith improved double jet carburetor, single exhaust and the transmission is selective sliding.



LOT #679 - 1988 CHEVROLET 454SS LIME ROCK RACE TRUCK
A sports car with a 6-foot trunk. Originally constructed to compete in "Road and Track's" Annual Manufacturers Challenge Cup. Features a roll cage, 6-point safety harness, fire extinguisher and a 7.4 Liter Fuel Injected big block. Sold on a Bill of Sale.



LOT #664 - 1954 CHEVROLET CORVETTE CONVERTIBLE

A total frame-off, nut and bolt restoration. Powered by a 235cid/150hp Inline 6 with automatic transmission. Finished in black with a red interior.



LOT #643.1 - 1958 CHEVROLET CORVETTE CONVERTIBLE

Features the original 283cid/230hp engine, the correct casting number and date coded 4-speed, 3.70 ratio rear, suspension, brakes, and other mechanicals. A two year restoration. Chapter, Regional and National NCRS Top Flight Award winner in 2008.



LOT #674.1 - 1962 CHEVROLET CORVETTE FI CONVERTIBLE

A two owner, Fuel Injected 327/360hp convertible. A documented, frame-off restoration. A California car with crankcase ventilation, windshield washer delete, hardtop and original wheel covers. A NCRS Driven Top Flight Blue Ribbon car.



LOT #656 - 1966 CHEVROLET CORVETTE COUPE

A frame-off restored car refinished in Sunfire Yellow with black interior trim. Features a correct matching number 327/350hp engine with a 4-speed transmission and an upgraded, rare RPO NO3 36-gallon gas tank.



LOT #646 - 1966 CHEVROLET CORVETTE COUPE

A matching numbers 427/390hp coupe with factory air conditioning and a 4-speed transmission. A photo-documented, body-off restoration.



LOT #638 - 1967 CHEVROLET CORVETTE COUPE A complete frame-off restoration of a matching numbers Corvette. Powered by the original 327cid/350hp engine and original factory air conditioning. A very rare black exterior car with black interior. Equipped with side exhaust and bolt-on wheels.



LOT #645 - 1969 CHEVROLET CORVETTE CONVERTIBLE

A matching numbers 427/435hp L71 convertible with a M-21 close ratio 4-speed. A complete, professional, frame-up restoration. Documented with the original factory installed Tank Sticker.



LOT #348.1 - 1971 CHEVROLET CORVETTE CONVERTIBLE

A Mille Miglia Red car with a matching red interior. Features a matching numbers 350cid/270hp V8 engine with Turbo Hydramatic automatic transmission, factory air conditioning, power windows, power steering, power brakes and AM/FM radio.



LOT #653.1 - 1970 CHEVROLET CHEVELLE SS 454 LS5 CONVERTIBLE
A professional, frame-off, rotisserie restoration. Features a LS5 engine with 360hp option, 4-speed, posi-traction, tachometer and gauges, buckets and console, power steering, power brakes, power top, AM/FM, Cowl Induction and factory air.



LOT #640 - 1970 CHEVROLET CHEVELLE SS 396 CONVERTIBLE
A rare black car with parchment interior and white top. A matching numbers car equipped with the original 396/350hp V8, 4-speed transmission, power steering, power brakes, AM/FM radio and gauges with tachometer. 79,805 actual miles.



LOT #635.1 - 1967 CHEVROLET CHEVELLE SS 396 2 DOOR COUPE
A genuine Code "138" car with a date code correct 396 block, factory M21 4-speed and 3.73:1 12-bolt posi-traction rear differential. A full frame-off, rotisserie restoration with no expense spared and less than 300 miles on restoration.



LOT #360 - 1969 CHEVROLET CHEVELLE SS 396 2 DOOR HARDTOP
Equipped with the original, numbers matching "JA" Coded 396cid/325hp engine. Also features a Muncie 4-speed transmission, 12-bolt rear, power disc brakes, power steering, factory tach and gauges. Restored in the original LeMans Blue with black vinyl top.



LOT #358.1 - 1968 CHEVROLET CAMARO RS/SS COUPE
Powered by the original 396/325hp engine with TH-400 transmission, 12-bolt posi-traction rear end and multi-leaf springs. A matching numbers car finished in Butternut Yellow with black standard interior. A fresh rotisserie restoration.



LOT #651 - 1969 CHEVROLET CAMARO Z/28 COUPE
A genuine "X33" Code car. Powered by a 302cid/290hp V8 with Cowl Induction, Muncie 4-speed, 12-bolt posi-traction and power disc brakes. A Cortez Silver car with black deluxe houndstooth interior. A recent ground-up restoration.



LOT #640.1 - 1969 CHEVROLET CAMARO Z/28 COUPE
An authentic, special "X77" production code Z/28 with an original numbers matching DZ 302 engine and Muncie 4-speed. A recent restoration. Documented with the owner's manual, restoration receipts, and photographs of all key parts and their numbers.



LOT #662 - 1962 CHEVROLET IMPALA SS 409 CONVERTIBLE
A beautifully detailed 409cid/400hp, 4-speed, SS convertible. A complete rotisserie restoration with the full spinner wheel covers and stainless trim. Achieved AACA National Championship status and the top has never been down.



LOT #672
2006 CHEVROLET
MONTE CARLO SS NASCAR
“JIMMIE JOHNSON #48”

Three-time NASCAR Sprint Cup Champion Jimmie Johnson raced this #48 Lowe's Chevrolet Monte Carlo (#48-297) 9 times in the '04 and '05 seasons, as well as the '06 Cup Championship season. This car visited victory lane three times, winning the Pocono 500 at Pocono Raceway on June 13, 2004, the Pennsylvania 500 at Pocono Raceway on August 1, 2004, and the UAW-DaimlerChrysler 400 at the Las Vegas Motor Speedway on March 12, 2005. In addition to the wins, this car had two Top 5 finishes and one Top 10 finish. Car #48-297 comes built complete by the Hendrick Motorsports #48 race shop and includes a certified original Jimmie Johnson winning (Aug '04 Pocono race) SB2 358cid V8 race engine. The car will come with certificates of authenticity, extensive documentation, and a collection of race day photographs. Jimmie Johnson is only the second driver in NASCAR history to win three consecutive Cup Championships. Here's your chance to own a piece of that history. All proceeds from the auction of Jimmie Johnson's 2006 #48 Chevrolet Monte Carlo SS race car will benefit the Levine Children's Hospital in Charlotte, NC, through the Hendrick Foundation for Children. Sold on a Bill of Sale.



LOT #684 - 1998 CHEVROLET MONTE CARLO NASCAR “#24 JEFF GORDON”
 An original Hendrick Motorsports chassis #43, car #2418 that is nicknamed “Butthead”. Raced in 19 races during 1995-1999, when Gordon won 3 of his 4 championships. Won 7 races and 3 poles, 15 Top 5 and 17 Top 10 finishes. Sold on a Bill of Sale.



LOT #354 - 1981 PONTIAC AERO COUPE NASCAR #50 VALVOLINE
 A Winston Cup Pontiac NASCAR that is one of the first specifically built for road racing. Built for Earnhardt and driven by Petty, Richmond, Shepherd and Unser. Sold on a Bill of Sale.



LOT #354.1 - 1967 MERCURY COUGAR TRANS AM RACE CAR
 A Dan Gurney tribute that is a proven winner in the “HSR” road race historic. Has been highly modified for competitive road racing. The body mods are all legal and dramatically reduce weight. Sold on a Bill of Sale.



LOT #352 - 2007 SALEEN MUSTANG PRE-PRODUCTION COUPE #1
 A Saleen Heritage Edition pre-production car. #001 of 62. The VP/Press car used for all photo shoots and press releases for Saleen. Equipped with a Saleen Supercharged 510hp V8 engine and the glassback/scenic glass roof option. Documented by Saleen.



LOT #654 - 2004 CHEVROLET CORVETTE CUSTOM CONVERTIBLE

A full carbon fiber body that was digitally mapped by Boeing's Aircraft 3-D technology. Powered by GM's LS-1 engine with 350hp. Features heads-up display, climate control, custom wheels and tire sensors. Retains all of the factory safety equipment.



LOT #652.1 - 1959 CHEVROLET CORVETTE CUSTOM CONVERTIBLE

Features a new custom body with a custom chassis, chrome C4 suspension, new C4 4-wheel disc brakes, new GM LS3 Cammer engine with 500hp and a 2 year GM warranty. Equipped with all chrome components from Street & Performance including a 4L60E 4-speed.



LOT #388 - 1968 CHEVROLET CAMARO CUSTOM COUPE

A high quality, ground-up restoration. Features a big block 396cid V8 with upgraded internals making approximately 450hp, ceramic-coated headers with high performance exhaust system and a Tremec TKO 5-speed transmission.



LOT #657 - 1957 CHEVROLET BEL AIR CUSTOM 2 DOOR HARDTOP

Equipped with a 502/680hp engine, Richmond Street 5-speed transmission, power bucket seats, power brakes, windows and steering, Vintage Air, stereo, 9" Lincoln posi-traction 3.50 rear end and 4-wheel Wilwood disc brakes. A custom rotisserie restoration.



**LOT #369.1
1969 CHEVROLET CAMARO RS/SS CUSTOM
"PROJECT AMERICAN HEROES"**

Built by "Super Chevy" magazine with parts donated from over 25 major aftermarket manufacturers. Powered by a LS7-based 427 engine with a Turbo 400 transmission, custom performance suspension and more. Proceeds to benefit the Armed Forces Foundation.



LOT #361 - 1966 PLYMOUTH SATELLITE CONVERTIBLE

A restored, numbers matching car with a 361cid/320hp big block, 4-barrel carburetor, Power Pak, power steering, Fender Tag, power top and much more.



LOT #639 - 1967 PLYMOUTH GTX 2 DOOR HARDTOP

Originally a 440cid 4-speed that was upgraded by the dealer to a 426 HEMI. A solid rust-free Midwestern car with all original body panels and just 73,000 original miles. Less than 250 miles since a thorough rotisserie restoration.



LOT #639.1 - 1967 BUICK SKYLARK GS CONVERTIBLE

A body-off, rotisserie restoration. Documented with Protect-o-Plate and Window Sticker. Has the original 400cid V8 with an automatic transmission, factory air, power steering, power brakes, power strato-bucket seats, center console, AIR system and more.



LOT #369 - 1969 BUICK GS CONVERTIBLE

A fresh restoration on a rust-free, matching numbers GS 400 convertible using all the original panels and mechanical components. A rare triple white car with automatic transmission, air conditioning, power disc brakes and power windows.



LOT #358.2 - 1968 DODGE CHARGER R/T COUPE A real "S" Code car with a "K" Code 440 Hi-Performance engine. Options include air conditioning, Rally 500 wheels, Tic-Toc-Tach and a Torqueflite transmission. Finished in Medium Green Metallic with green interior. Only 51,000 original miles.



LOT #359 - 1967 DODGE CORONET 440 2 DOOR HARDTOP

Powered by a 383cid V8 with a Mopar Performance cam, Edelbrock intake and carburetor, automatic transmission, power steering and factory air conditioning. Documented with factory Build Sheet. A rotisserie restoration.



LOT #367 - 1967 PONTIAC GTO HARDTOP

PHS documented and just completed a 2 year, rotisserie restoration. Well optioned with the original 400cid/335hp 4-barrel V8, Turbo Hydramatic 400 automatic, air, power steering, bucket seats, console, Hurst dual gate shifter and original Rally I wheels.



LOT #370 - 1970 PONTIAC GTO PRO-TOURING COUPE

An extensive restoration on an original body and painted by nationally known Carl's Collision. Equipped with a Butler Performance 455 and much more. A magazine feature car in the April edition of "Smoke Signals".



LOT #661
1971 DODGE CHALLENGER CUSTOM 2 DOOR HARDTOP

A full custom with a 426 HEMI crate Fuel Injected engine, 4L60E automatic transmission, Vintage Air, an Art Morrison chassis with rack & pinion steering, 9" Ford rear end, and Wilwood disc brakes all around. A Goodguys Pro Pick.



LOT #351 - 1986 PORSCHE 930 911 TURBO COUPE
Equipped with polished factory wheels and a G50 5-speed transmission. Originally from Nevada, this is an accident and rust-free car. Super fast and tight to drive, this is one of the fastest cars ever built.



LOT #644 - 1996 DODGE VIPER GTS TWIN-TURBO COUPE
A 1300hp Twin-Turbo Viper with a top-mount Turbo design, huge front mount inter-cooler and all the supporting mods including Aeromotive fuel system, spec twin disc clutch, roll cage, upgraded transmission and Unitrax rear end with hardened gears.



LOT #648 - 2003 ASTON MARTIN DB7 VANTAGE VOLANTE CONVERTIBLE
A Stronsay Silver car with special two tone leather interior and only 19,020 original miles. Powered by a 12 cylinder, 420hp motor. A pristine, one owner Aston Martin that drives like new and all services are up to date.



LOT #663 - 1973 BUICK CUSTOM "GOTHAM CRUISER"
Features a GM-built chassis and a GM 350cid V8. To get in you have to enter through the top like a fighter jet. 20' long and 8' wide but is still street legal.

*Used by James Cagney
in the movie "Mayor of Hell"*

LOT #669.1
1934 AUBURN 1250
SALON CABRIOLET



An Auburn Cord Duesenberg Club A.C.D. certified car. This Auburn is a top-of-the-line model 1250, 12 cylinder, long wheelbase Salon model cabriolet convertible. Powered by a 391cid/160hp Lycoming V12 engine with a 3-speed manual transmission and vacuum power booster. Also features a manual dashboard selector dual ratio axle with 2-speed differential solid axle suspension, leaf springs, 4-wheel hydraulic drum brakes and rides on a 127" wheelbase. Used by James Cagney in the movie "Mayor of Hell". A copy of the movie is included with the car. Restored 20 years ago and has a nicely detailed undercarriage. According to the A.C.D. documents, the car was previously owned by the movie studio that produced "Mayor of Hell" and James Cagney from 1934-1941. It was then privately sold and ended up at the Cars of the Stars Museum from 1959-1976. Also according to the A.C.D. documents, it is a multiple award winner including First Place at the 1987 Meadowbrook Concours d'Elegance, First Place in the A.C.D. Auburn Open Category in 1987, and scored 100 points at the 1987 Dearborn CCCA Grand Classic. This is one of 2 Auburns certified by the A.C.D. A certified Auburn is an automobile of the same make, model and body style as built by the factory before 1941. To qualify for certification, the chassis must consist of the original frame, engine, drivetrain and running gear components of the same models series. The body must be a verifiable original of the same model as the chassis. An appropriate amount of restoration using the original type of basic materials is acceptable. Cloning or replication is not acceptable. This is 1 of only 2 A.C.D. certified 1934 Auburns.





LOT #668.1
1958 JAGUAR XK 150 S ROADSTER

A Limited Edition model that features the rebuilt original 3.4 Liter engine with a red exterior and a buff top and interior. In excellent condition and totally restored to original.



LOT #650.1 - 1955 JAGUAR XK 140 ROADSTER A high quality restoration in the early '90s and has been in a noted Seattle area collection for the past decade. A silver car over a black leather interior with red piping. Also features chrome wire knock-off wheels and Lucas driving lamps.



LOT #674 - 1966 AUSTIN-HEALEY 3000 MARK III BJ8 PHASE II SPORTS CONVERTIBLE A fully documented, total rotisserie, frame-off, nut and bolt restoration by premier marque specialist, Kurt Tanner Restorations. A Metallic Golden Beige and red car with stainless wires and a 4-speed overdrive.



LOT #669 - 1959 AUSTIN-HEALEY BT7 ROADSTER A body-off restoration to model the 1960 works car #20 UJB-142 that finished 4th at Sebring. Features the rare tulip-type 190hp engine with intake, front BJ8 ventilated disc racing brakes and factory works exhaust. Qualifies for State Grand-type rallies.



LOT #650 - 1960 AUSTIN-HEALEY 3000 BN7 ROADSTER A complete ground-up restoration by Healey Lane of Riverside, California. 1 of 1,200 made and comes with fully photo documented restoration and British Heritage Industry Motor Trust certificate.



LOT #641.1 - 1960 AUSTIN-HEALEY 3000 BN7 ROADSTER A total, nut and bolt, rotisserie restoration on a rust-free California car. 1 of only 1,422 two seat BN7s were built in 1959 for the North American market and delivered in 1960.



LOT #371 - 1965 AUSTIN-HEALEY 3000 MARK III BJ8 PHASE II SPORTS CONVERTIBLE Presented in desirable California Sage with linen leather trim. A 4-speed car with overdrive and stainless wire wheels. An exceptional restoration by marque specialist Kurt Tanner Restorations.

LOT #671 - 1954 KAISER DARRIN SPORTS ROADSTER

A California and Arizona car that received a full body-off restoration in the early 1990s. #67 of only 435 produced. Totally correct from front to back with excellent fit and finish.



LOT #659 - 1959 PONTIAC BONNEVILLE CONVERTIBLE

A complete frame-off restoration of a hard-to-find Bonneville convertible. This car has Tri-Power, air conditioning and bucket seats plus power steering, brakes and windows. Also features a fully restored dash.



LOT #681 - 1941 PACKARD 120 CONVERTIBLE

Has been a one family owned car until recently. A thorough and correct restoration has been completed on this lifelong California car. The paint, interior, chrome and glass all have been redone to very high standards.



LOT #635 - 1958 PLYMOUTH BELVEDERE CONVERTIBLE

Powered by the all new Golden Commando 350 V8 engine with two 4-barrel carbs that produces 305hp and 370 ft/lbs of torque. A beautifully restored example, finished in Toreador red with red and white interior.



LOT #637 - 1956 LINCOLN CONTINENTAL MARK II 2 DOOR HARDTOP

A very well preserved older restoration. Finished in the original Starmist White with blue and white leather interior and exceptional brightwork. Has the rare rear window stabilizer bars along with front fender signal lights.



LOT #641 - 1955 MERCURY MONTCLAIR CONVERTIBLE

A frame-off restoration. Features the original 292cid/195hp overhead valve V8 engine, Merc-o-Matic automatic transmission, power brakes, push button radio, very rare power lubricator, factory Continental Kit and power top.



LOT #375 - 1955 CHEVROLET BEL AIR CONVERTIBLE

A complete nut and bolt restoration. Powered by a 265cid Power Pack V8 with Powerglide automatic transmission. New from the power vinyl top to the wide white wall tires.



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AUTOMOBILIA AUCTION SCHEDULE

The Automobilia Auction segment will take place daily on the main auction stage prior to the Barrett-Jackson Collector Car Auction.

Thursday, April 9

10:00am – 12:00pm

Friday, April 10

9:00am – 10:00am

Saturday, April 11

9:00am – 10:00am

Internet and phone bidding will be available.

Automobilia Registration Fee: \$25.

- Buyers Premium 15% Live
- 17% Absentee/Internet

For Registration and Bidder Information:

Contact: Rory Brinkman,
Barrett-Jackson Automobilia
480.421.6694 Ext. 675
automobilia@barrett-jackson.com



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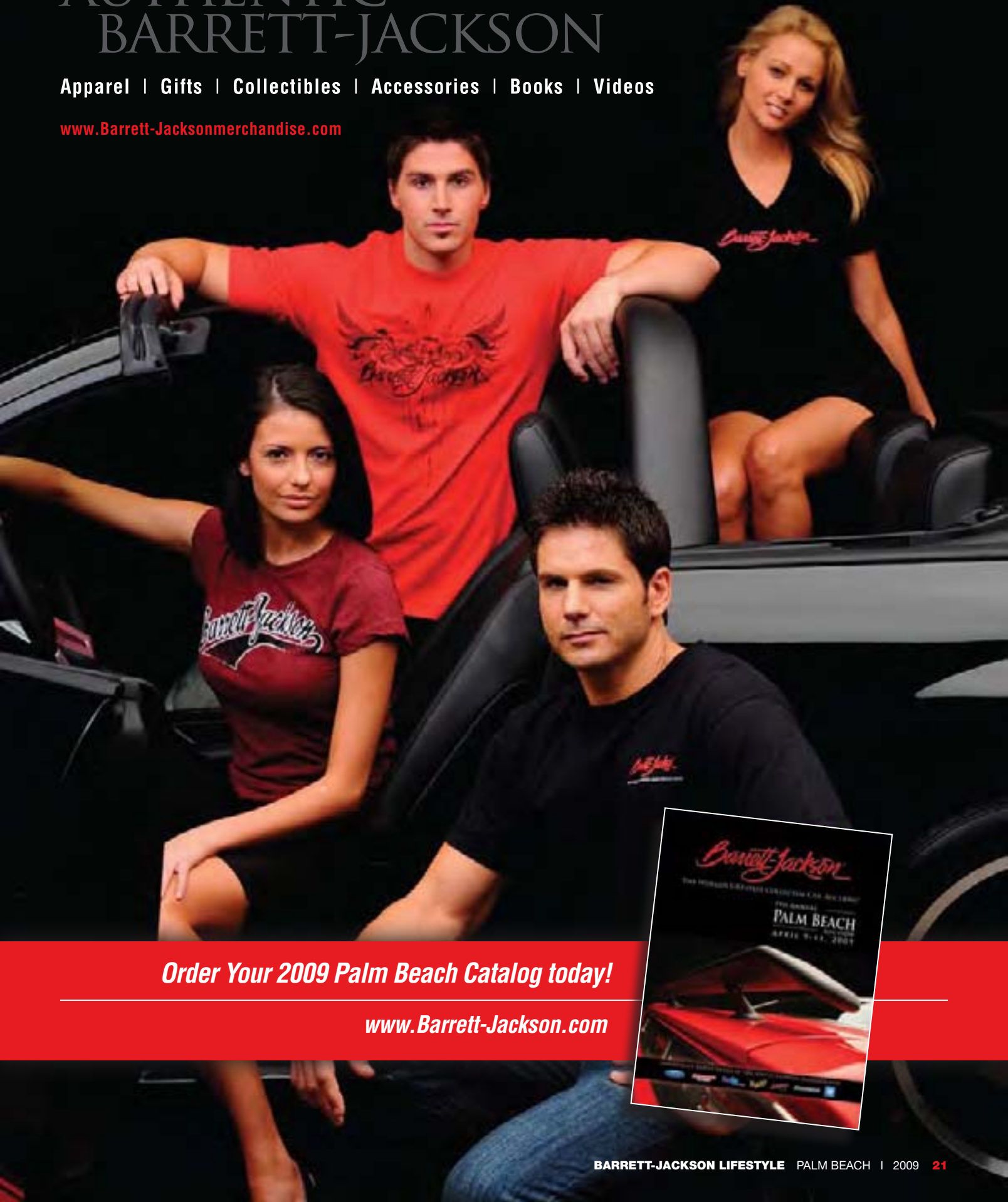
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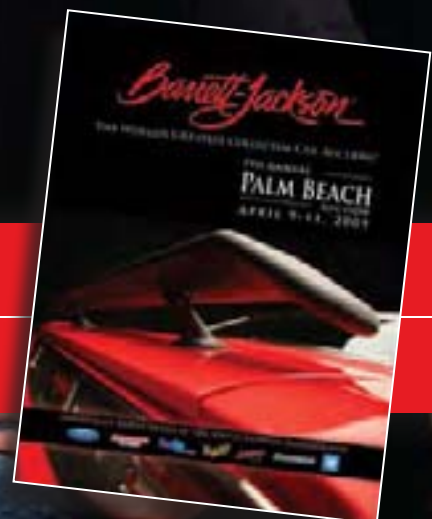
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- Barrett-Jackson Event Catalog



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1 PERSONAL INFORMATION *Please print or type*

New Bidder Previous Bidder

FIRST NAME _____ MI _____ LAST NAME _____
 HOME ADDRESS _____ CITY _____ COUNTY _____ STATE _____ ZIP CODE _____
 MAILING ADDRESS (IF DIFFERENT FROM HOME ADDRESS) _____ CITY _____ COUNTY _____ STATE _____ ZIP CODE _____
 HOME PHONE # _____ HOME FAX # _____ CELL PHONE # _____
 SOCIAL SECURITY # _____ DRIVER'S LICENSE # _____ STATE ISSUED _____
 EMAIL ADDRESS _____ I would like to receive email newsletters and updates from Barrett-Jackson.
 I would like to receive email offers and promotions from Barrett-Jackson affiliates.

INSURANCE COMPANY NAME _____ AGENT NAME _____ AGENT PHONE # _____
 POLICY NUMBER _____ EXPIRATION DATE _____

Are you a dealer? Yes No Would you like the vehicle(s) titled to: Personal Company Dealer

DEALER LICENSE NUMBER _____ STATE _____ EXPIRATION DATE _____
 STATE RESALE (TAX ID) NUMBER _____ STATE _____ EXPIRATION DATE _____

NOTE: If you are a dealer, Barrett-Jackson requires copies of both your current dealer license and state resale tax ID number. If copies are not attached, you will be subject to all applicable sales tax.

DEALER OR COMPANY NAME _____ YOUR TITLE/POSITION _____
 ADDRESS _____ CITY _____ COUNTY _____ STATE _____ ZIP CODE _____
 PHONE # _____ FAX # _____ CELL PHONE # _____

2 METHOD OF PAYMENT FOR VEHICLE PURCHASE(S)

DESIRED BID LIMIT: \$ _____ Indicate below which method of payment you plan to use for vehicle purchases.

BID LIMIT DEPOSIT CASHIER'S CHECK(S) CASH
 Minimum cash/cashiers check deposit is \$9,000.

BANK OF AMERICA AUCTION CARD:

CARD # _____
 (Call Bank of America @ 866-277-5365 to apply or confirm limit.)

BANK LETTER OF GUARANTY

NOTE: Checks for vehicle purchase(s) must be drawn (\$30,000 Minimum Bid Limit) against the bank and account number that appears on the Bank Letter of Guaranty.

If you wish to use a credit card for payment of the registration fee, please complete the following:

VISA MASTERCARD AMEX DISCOVER

Card # _____

Exp. Date _____ / _____
 (MM) (YY)

Signature _____

NAME OF BANK OR INVESTMENT COMPANY _____ ACCOUNT NUMBER _____

ADDRESS _____ CITY _____ STATE _____ ZIP CODE _____

BANK CONTACT NAME _____ DIRECT PHONE # _____ FAX # _____

3 BIDDER AGREEMENT

I authorize the investigation of my financial and credit worthiness. I have read and understand the Terms and Conditions of Sale as stated on the second page of this form, which is part of this Agreement. I understand that if I allow anyone to use my bidder paddle, I will be held personally responsible to all Terms and Conditions of this Agreement. I understand and agree to the Buyer's Premium, Terms and Conditions of Sale, all applicable taxes and fees, and Buyer's responsibility at the acceptance of bid upon the fall of the auctioneer's hammer. Sales tax, if applicable, will be charged on the final total of hammer price plus premium. All fees are non-transferable and non-refundable.

SIGNATURE (Required): _____ **DATE:** _____

Office Use Date Entered by: _____ Date: _____ Fee Paid: _____ PC: PBLM09 Lot # _____ Bid Limit: _____ Method: _____

Bidder #

Last Name, First Name

2008-2009 TERMS AND CONDITIONS OF SALE

This Bidder Agreement ("Agreement") is made between Barrett-Jackson Auction Co. LLC ("Barrett-Jackson") and the person or entity submitting this Bidder Agreement as listed on the reverse side of this Agreement ("Buyer"). This Agreement applies to the following auction events: Las Vegas 2008, Scottsdale 2009 and Florida 2009.

1. LIMITATIONS AND DISCLAIMERS:

(A) Each Lot is consigned to Barrett-Jackson by the seller shown on the Consignment Agreement ("Seller"). Each Lot is sold "AS IS - WHERE IS", with all faults and defects, and with all errors of description. Buyer understands that (i) any and all information concerning any Lot is provided by Seller; (ii) Barrett-Jackson does not make any representations or express any opinions of its own concerning any Lot; and (iii) Barrett-Jackson does not examine any Lot or any component of any Lot, research the title documents or the provenance of the Lot or verify any information provided by Seller, nor does Barrett-Jackson undertake any duty to do any of the foregoing for the benefit of Buyer or anyone else. Buyer acknowledges that Barrett-Jackson's only duty toward Buyer is to transfer the Lot to Buyer "AS-IS - WHERE IS", upon full performance by Buyer under this Agreement and at the times specified in this Agreement. Except with regard to such duty, Buyer hereby waives and releases Barrett-Jackson from and against any claim, demand, liability, or expense of any kind arising out of or related to the Lot, expressly including without limitation any assertions of negligence (including negligent misrepresentation) or breach of warranty. Buyer agrees not to join Barrett-Jackson as a defendant in any action or proceeding arising directly or indirectly out of the condition of the Lot or any alleged representations concerning the Lot, and further agrees to look solely to Seller with respect to such matters. If Buyer fails to comply with this provision, Buyer agrees to reimburse Barrett-Jackson for all costs, expenses and fees, including attorney fees, in defense of such claims.

(B) Barrett-Jackson disclaims all warranties, express or implied, concerning the Lot, including the warranties of merchantability or fitness for any particular purpose(s). Buyer represents that the amounts bid for any Lot are based solely on Buyer's own independent inspection and evaluation of that Lot. As a material inducement to this agreement: (i) Buyer has undertaken to make his own examination of any Lot before bidding; and (ii) assumes all risk of any non-conformities in any Lot. Buyer further acknowledges that he has not relied upon any assumptions regarding Barrett-Jackson's knowledge concerning the Lot or the Seller nor upon any oral or written representations by Barrett-Jackson, including without limitation any representations as to condition, year or age, serial or identification number, make, model, mileage, equipment, genuineness or authenticity, originality, previous use or ownership, manufacturing or restoration processes of any Lot or any component of any Lot. Finally, Buyer acknowledges that his invocation of the mediation provisions set forth in Section 5(B) below does not create any warranties, express or implied, and that Barrett-Jackson shall have no liability to Buyer or Seller as a result of its facilitation of any mediation.

(C) All Statements contained in any catalogs, brochures or advertisements of any type pertaining to the sale, including without limitation any statements concerning condition, genuineness or authenticity, origin or provenance, previous use or ownership, manufacturing or restoration processes, year or age, serial number, make, model or mileage of any Lot or of any component of any Lot, are either expressions of opinion or are for ease of identification only, and they are not to be relied upon by Buyer as representations of fact. Buyer assumes all risks associated with any nonconformity of any Lot or any component of any Lot and, as a condition of Buyer's participation in the auction, Buyer represents that he will conduct any inspections and examination necessary to satisfy himself of all material facts before making any bid.

(D) Neither Barrett-Jackson, nor Seller, nor any agent, employee or representative of Barrett-Jackson or Seller, has given or authorized any other person to give any oral or written affirmation, representation, warranty or guarantee concerning any Lot. In any event, Barrett-Jackson assumes no liability for any affirmations, representations, warranties or guarantees made by Seller to Buyer.

2. COMMISSIONS AND FEES:

(A) A BUYER'S PREMIUM OF 10% OF FINAL BID PRICE IS PAYABLE BY THE BUYERS OF ALL VEHICLE LOTS (15% for Automobilia Lots). Buyer understands and agrees that he must pay the sum equal to 10% for any vehicle Lot or 15% for any Automobilia Lot purchased at this auction, that this fee will be automatically included in the final settlement figure, and that he will be subject to applicable taxes and license fees. Sales tax, if applicable, will be charged on the final total of hammer price plus premium.

(B) Buyer will be required to pay all applicable taxes, license fees, or other fees levied by any authority, unless Barrett-Jackson receives satisfactory proof of exemption (to be determined in Barrett-Jackson's sole discretion). There are no refunds once Barrett-Jackson has paid taxes and license fees (typically two weeks).

(C) Buyer agrees that if he acquires or if any related entity or person acquires, within 60 days after the auction date, any Lot consigned to the Barrett-Jackson auction that is not sold through the auction for any reason Buyer will be obligated jointly and severally, with the Seller, for the immediate payment to Barrett-Jackson of a commission in the amount of 18% of the sale price of the Lot.

3. PAYMENT:

(A) All bidder fees are non-refundable and non-transferrable.

(B) A valid method of payment must be submitted for each auction event to ensure that Buyer has current information on file. Buyer shall bring a bank reference and a copy of Buyer's signature, certified by that bank. Buyer agrees to pay for all Lots on the day of sale in U.S. currency, certified check or cashier's check. Personal checks may be accepted, at Barrett-Jackson's sole discretion, but only if accompanied by irrevocable bank letter of guaranty in favor of Barrett-Jackson stipulating Buyer's credit limit on the day of the sale. There shall be no deviation from this provision without the prior written consent of Seller and Barrett-Jackson. Buyer hereby authorizes Barrett-Jackson to recover lost commissions due to them should Buyer default, and charge this amount to Buyer's American Express, Discover, Visa or MasterCard.

(C) Should Buyer default upon the purchase in any manner, for any reason, Buyer agrees to pay Barrett-Jackson the full sum of both the Buyer's premium (10% of sale price) and Seller's commission (8% of sale price). This sum is due and payable without relief. Buyer also agrees to pay any court cost, attorney fees, storage, etc., incurred by Seller or Barrett-Jackson. This in no way releases Buyer from any and all financial responsibility regarding said purchase.

4. PASSING OF TITLE:

(A) Upon the fall of the Auctioneer's hammer, title of the offered Lot will pass to the highest Bidder acknowledged by the Auctioneer, subject to the conditions set forth herein, and at such time Buyer: (i) assumes full risk and responsibility for the Lot and neither Barrett-Jackson nor its agents shall be responsible for the loss of, or any damage to, any article due to theft, fire, breakage or any cause whatsoever; (ii) will sign a Contract of Sale confirming purchase of the Lot; and (iii) will pay the full purchase price plus applicable commission.

(B) All property must be removed from Barrett-Jackson's premises by Buyer not later than 72 hours

following the completion of the sale. If any Lot is not removed, a handling charge of 1% of the purchase price will be payable by the Buyer per month, until it's removed, with minimum of 5% for any property not removed within 60 days after the sale. After 90 days, Barrett-Jackson may dispose of the property. BUYER HEREBY WAIVES ALL REQUIREMENTS OF NOTICE, ADVERTISEMENT AND DISPOSITION OF PROCEEDS REQUIRED BY LAW, AND RELEASES BARRETT-JACKSON FROM ANY LIABILITY WHATSOEVER IN CONNECTION WITH SUCH DISPOSAL.

(C) Lots, titles and/or bills of sale will only be released in the case of cash purchases. In all other cases release will be made only after payment (cashier's checks, traveler's checks, money orders and company and personal checks, even if you have submitted a "Letter of Guaranty") has cleared Barrett-Jackson's bank account. The title and/or bill of sale will be delivered to Buyer at the time settlement is made with Seller (typically within 21 business days from the date of sale).

(D) If Buyer or Buyer's representative drives a vehicle on auction site, all applicable Motor Vehicle Laws must be adhered to. Buyer is responsible for providing proof of current insurance for each auction event.

5. REMEDIES:

(A) In the event Buyer breaches these terms and conditions of sale or fails to consummate the sale for any reason, Barrett-Jackson may, in addition to and not in lieu of any rights available at law or in equity, and at its sole discretion: (i) compel specific performance and hold Buyer liable for the bid price and associated commissions; (ii) resell any Lot by public or private auction for Buyer's account and risk, after 15 days' written notice to Buyer at Buyer's last known address, and hold Buyer liable for all damages, including the difference between the bid price and resale price, Barrett-Jackson's full commission on the bid price, all costs for resale (including commissions), and consequential damages; or (iii) cancel the sale and retain all payments made by Buyer, including any advance deposits, as liquidated damages and not as a penalty.

(B) Before Buyer may initiate any legal proceeding arising out of or relating to any sale occurring as a result of this Agreement, including, but not limited to issues related to Seller's representations or statements concerning condition, genuineness or authenticity, origin or provenance, previous use or ownership, manufacturing or restoration processes, year or age, serial number, make, model or mileage, or any other representation made regarding any Lot, Buyer shall submit to a mediation with Seller to be facilitated by Barrett-Jackson or its designee. Barrett-Jackson or its designee will facilitate this mediation in good faith in an effort to resolve any such dispute. If the parties are unable to reach an agreed resolution, or if Barrett-Jackson in its sole discretion determines this effort to be unsuccessful, Seller and Buyer may thereafter resolve their dispute through appropriate legal channels. If Buyer avails himself of this mediation provision, Buyer must obtain a Request for Mediation form from Barrett-Jackson and submit the completed form in accordance with the instructions contained therein to begin the mediation process. The Request for Mediation form must be submitted within 30 days from the date of purchase of the vehicle or Buyer shall be deemed to have waived and forfeited the opportunity to request mediation.

(C) Buyer acknowledges that Barrett-Jackson may have an interest in commissions resulting from the resolution of a dispute through this mediation process. Buyer hereby waives any potential or actual conflict of interest inherent in such a mediation process and agrees to defend (using counsel reasonably acceptable to Barrett-Jackson), indemnify and hold Barrett-Jackson harmless from, from and against any claims, demands, actions, judgments, liabilities, losses or expenses (including attorney fees) arising from or related to Barrett-Jackson's mediation of any dispute arising out of or relating to this Agreement, excepting only those matters arising out of Barrett-Jackson's willful misconduct.

(D) Notwithstanding the foregoing, and in the event the mediation referenced in section 5(B) is unsuccessful, Buyer's sole and exclusive remedy shall be an action for actual damages against Seller. Buyer shall have no right to revoke acceptance of any Lot after the fall of the hammer, and Buyer shall have no right to maintain any action for consequential damages.

(E) Buyer's invocation of the mediation provisions of this Agreement shall not create any warranty or any other liability between Barrett-Jackson and Buyer. As stated in section 1(B) above, Barrett-Jackson expressly disclaims all warranties, express or implied, concerning the Lot, including the warranties of merchantability or fitness for any particular purpose(s).

(F) In the event of any dispute between Buyer and Barrett-Jackson arising out of or related to this Agreement or its subject matter, Buyer's claim for damages shall be limited exclusively to actual damages, and shall not include consequential damages, or incidental or other special damages.

(G) This Agreement, and any action arising out of or based on it or its subject matter, shall be governed by Arizona law excluding its conflicts of law rules. Buyer agrees that the state and federal courts located in Maricopa County, Arizona shall have exclusive jurisdiction over any action or proceeding seeking to enforce any provision of, or based on any right arising out of, this Agreement or its subject matter, and Buyer hereby waives any objection to venue laid therein. Buyer further agrees that the state and federal courts located in Maricopa County, Arizona shall have personal jurisdiction over Buyer for the purposes of any action described above.

6. ENTIRE AGREEMENT:

This Agreement and any Contract of Sale which may be delivered to Buyer contain the entire agreement between the Buyer and Barrett-Jackson pertaining to the subject matter described herein. Any terms proposed by Buyer orally or in writing which add to, vary from or conflict with this Agreement shall be void, and the Agreement shall constitute the complete and exclusive statement of the agreement between the parties and may be modified only by written instrument executed by the authorized representatives of both Buyer and Barrett-Jackson and which expressly modifies the Agreement.

7. ASSIGNMENT:

This Agreement, and any and all rights, obligations, claims or causes of action arising from it or its subject matter, may not be assigned to or acquired by any other person or entity without Barrett-Jackson's prior written authorization.

8. SEVERABILITY:

If any provision of this Agreement is held to be illegal, invalid, or unenforceable under any present or future law: (i) such provision will be fully severable; (ii) this Agreement will be construed and enforced as if such illegal, invalid, or unenforceable provision had never comprised a part of this agreement; (iii) the remaining provisions of this Agreement will remain in full force and effect and will not be affected by the illegal, invalid, or unenforceable provision or by its severance from this Agreement; and (iv) in lieu of such illegal, invalid, or unenforceable provision, there will be added automatically as part of this Agreement a legal, valid, and enforceable provision as similar in terms to such illegal, invalid, or unenforceable provision as may be possible and this Agreement shall be deemed reformed accordingly.

9. APPEARANCE RELEASE:

By completing this Bidder Agreement, Buyer hereby acknowledges he has given Barrett-Jackson permission to use his likeness for television, video screens, still photography and/or any other visual/ audio recording. Buyer hereby waives all residual rights or claims that might arise from use of his picture or likeness for any purpose at any future date. Entry into the auction site constitutes acceptance of the above terms and conditions.

Office Use:

Last name, First initial: _____ Bidder # _____

Lot Number(s) Purchased _____ Year / Make / Model _____ Price _____



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BARRETT-JACKSON SHELBY WINNER AT MANDALAY BAY CASINO

One of only 100 ever made Barrett-Jackson Limited Edition Shelby's was won on January 11, 2009 by Arthur Romero in Las Vegas.

The Amarillo, Texas resident hit one of the Barrett-Jackson branded slot jackpots at the Mandalay Bay Resort & Casino.

The branded slot machines were developed as a joint effort between Mandalay Bay and Barrett-Jackson that displayed symbols on the slot reel which offered a number of the various automobiles presented during the October 2008 Las Vegas auction event.





*the RAIN
transforms
STREETS INTO
SLIPPERY SLOPES,
WHICH BEGS
THE QUESTION:
DID YOU CHOOSE
THE RIGHT TIRE
TO PROTECT YOUR
PRECIOUS CARGO?*

**IT'S BRIDGESTONE
OR NOTHING.**



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