

NO0000002045

JEFFREY P. ZANE, P.A.
ATTORNEY AT LAW
4800 RIVERSIDE DRIVE
SUITE 101
PALM BEACH GARDENS, FLORIDA 33410

JEFFREY P. ZANE *
MEMBER OF
FLORIDA & NEW YORK BAR

TELEPHONE (561) 627-1277
TELEFAX (561) 624-7441
E-MAIL JZCHILMARK@AOL.COM

March 22, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-03/24/00--01079--021
*****78.75 *****78.75

Re: PALM BEACH CHAPTER H.O.G., INC.

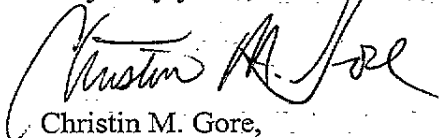
Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Incorporation for the above-named corporation, along with a check to cover the following expenses:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
Total	\$ 78.75

Please return the certified copies to our office. Thank you for your attention to this matter. Should have any questions, please do not hesitate to contact our office.

Very truly yours,



Christin M. Gore,
Legal Assistant

Enclosures as Stated

FILED
00 MAR 24 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-29
2000

FILED
00 MAR 24 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PALM BEACH CHAPTER H.O.G., INC.

A NONPROFIT CORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLES I

The name of the corporation shall be: PALM BEACH CHAPTER H.O.G., INC.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be: 420 Park Place, West Palm Beach, Fl. 33403.

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Internal Revenue Code 501(c)(3) or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provisions of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Internal Revenue Code 501(c)(3) or the corresponding provision of any future United States Internal Revenue law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in §501(c)(3) and 170(c)(2) of the Code or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusive public purpose.

The term of existence of this Corporation is perpetual.

The Corporation shall be organized on a non-stock basis, pursuant to Florida Statutes §617.011(1). The initial members shall be Dave Harris, Jeff Mangel, John Natale and Judy Rosser.

ARTICLE III

The specific purpose(s) for which the corporation is organized is (are): to promote responsible motorcycling activities for Harley Owners Group ("H.O.G.") members conducting chapter activities and encouraging participation in other H.O.G. events which shall be conducted in a manner consistent with a family-oriented, nonpolitical philosophy.

ARTICLE IV

There shall be Four (4) members of the initial Board of Directors of the Corporation, but the bylaws may provide for such increase in members thereof as is authorized by law. The names and addresses of the persons to serve as Director(s) until the first election are as follows:

DIRECTORS:	DAVE HARRIS & MIKE LEHMAN
ASSISTANT DIRECTOR:	JEFF MANGEL
TREASURER:	JOHN NATALE
SECRETARY:	JUDY ROSSER

each with address c/o PALM BEACH CHAPTER H.O.G., INC., 420 Park Place, West Palm Beach, Florida 33403.

ARTICLE V

The corporate powers of this Corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows: (1) This Corporation must be sponsored by an authorized Harley-Davidson dealer(which shall be determined on an annual basis); (2)The sponsoring dealer shall have absolute authority to require that this Corporation operate based upon its charter and H.O.G. operating policies

ARTICLE VI

The initial registered office of the Corporation shall be located at 420 Park Place, West Palm Beach, Florida 33403. The initial registered agent of the Corporation at 4800 Riverside Drive, Ste 101, Palm Beach Gardens, Florida 33410, shall be Jeffrey P. Zane, Esq.

ARTICLE VII

The name and address of the Incorporator is Jeffrey P. Zane, 4800 Riverside Drive, Ste. 101, Palm Beach Gardens, Florida 33410.

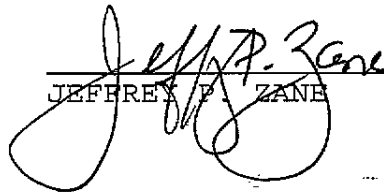
ARTICLE VIII

These Articles of Incorporation may be amended by the Board of Directors of the Corporation. Such amendments may be proposed and adopted as provided in the bylaws of the Corporation.

ARTICLE IX

The private property of members of the Corporation shall not be liable for corporate debts.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 day of March, 2000.

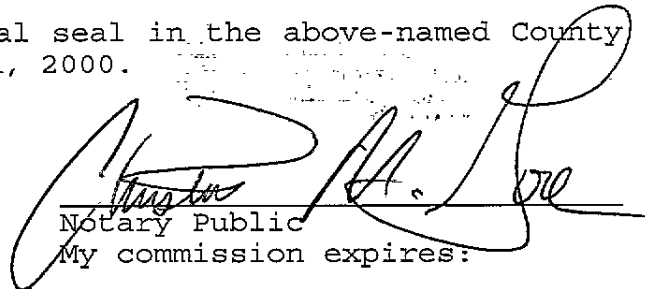


JEFFREY P. ZANE

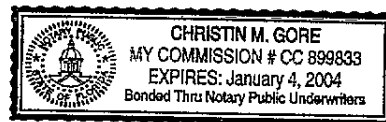
STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared JEFFREY P. ZANE known to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation and who acknowledged that he/she made and subscribed the same for the purposes and uses set forth therein.

WITNESS my hand and official seal in the above-named County and State this 22 day of March, 2000.



Notary Public
My commission expires:



**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

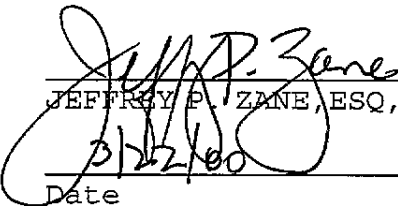
1. The name of the corporation is: **PALM BEACH CHAPTER H.O.G., INC.**

2. The name and address of the registered agent and office is:

JEFFREY P. ZANE, ESQ.

4800 RIVERSIDE DRIVE
SUITE 101
PALM BEACH GARDENS, FL. 33410

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



JEFFREY P. ZANE, ESQ, Registered Agent

3/22/00

Date

FILED
00 MAR 24 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA