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- † BOARD CERTIFIED IN TAXATION
- * BOARD CERTIFIED IN WILLS, TRUSTS & ESTATES
- ‡ BOARD CERTIFIED IN CIVIL TRIAL LAW
- ◇ BOARD CERTIFIED IN REAL ESTATE LAW
- § BOARD CERTIFIED IN BUSINESS LITIGATION

February 19, 1998

EFFECTIVE DATE
2-19-98

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-02/23/98--01031-016
****122.50 ****122.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Harley Owners Group®--Space Coast Chapter, Inc.

Dear Sir or Madam:

Enclosed please find an original plus one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$122.50 representing the required filing fee. I would appreciate receiving a certified copy of these Articles after they have been filed.

Should you have any questions, please do not hesitate to contact my office.

Sincerely,

FRESE, NASH & TORPY, P.A.

J. Patrick Anderson

FILED
98 FEB 23 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JPA\nch
Enclosures
hogspace\secstate.ltr

CB
2-24-98

ARTICLES OF INCORPORATION

FOR

HARLEY OWNERS GROUP®--SPACE COAST CHAPTER, INC.

EFFECTIVE DATE
2-19-98

FILED
98 FEB 23 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a not-for-profit corporation without stock under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is Harley Owners Group®--Space Coast Chapter, Inc.

ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The Corporation is organized and shall be operated for pleasure, recreation and other similar nonprofitable purposes within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (hereinafter the "Internal Revenue Code"); to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes.

In furtherance of the aforementioned purposes, the Corporation's purposes shall include the promotion of motorcycling as a sporting, social and athletic event and the promotion of motorcycling activities for Harley Owners Group members by creating special chapter activities and encouraging participation in existing events.

ARTICLE IV

The initial street and mailing address for the principal place of business of the Corporation is 6030 N. Harbor City Boulevard, Melbourne, Florida 32940.

ARTICLE V

The name and address of the initial registered agent is: J. Patrick Anderson, 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901.

ARTICLE VI

The initial Board of Directors of the Corporation shall consist of three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the members, but shall never be less than three (3). The manner of electing Directors shall be provided for in the Bylaws of the Corporation. The names and addresses of the persons who shall serve as Directors until successors have been elected and qualified are as follows:

Steven L. Oktela
2855 Mariah Drive
Melbourne, FL 32940

Carol D. Oktela
2855 Mariah Drive
Melbourne, FL 32940

Greg Welsh
4725 Rosebud Street
Cocoa, FL 329270

ARTICLE VII

The name and address of the initial incorporator shall be J. Patrick Anderson, 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901.

ARTICLE VIII

Terms of membership in the Corporation shall be provided for in the Bylaws of the Corporation.

ARTICLE IX

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

ARTICLE X

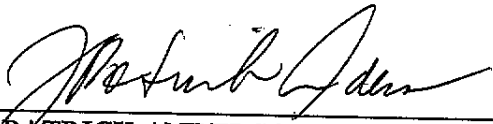
Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all liabilities of the Corporation, distribute all assets of the Corporation exclusively for the purposes set forth in Article III hereof to an organization, or organizations, described in Section 501(c)(7) or Section 501(c)(3) of the Internal Revenue Code (or corresponding provisions of any future federal revenue law) or to the federal government or state or local government for a public purpose, as the Board of Directors shall determine.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 19th day of February, 1998.



J. PATRICK ANDERSON

I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

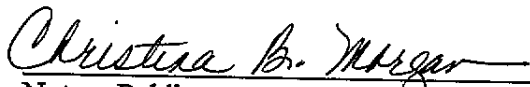


J. PATRICK ANDERSON
Registered Agent

STATE OF FLORIDA }
COUNTY OF BREVARD }

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared J. Patrick Anderson to me known to be the person described in the foregoing Articles of Incorporation or who produced a Florida driver's license (No. A536-455-55-332) as identification and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation and that he did not take an oath.

WITNESS my hand and official seal in the County and State aforesaid this 19th day of February, 1998.



Notary Public

OFFICIAL NOTARY SEAL
CHRISTINA B MORGAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC639683
MY COMMISSION EXP. APR. 17, 2001

articles/hogspace

FILED
98 FEB 23 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA