

2009 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# 825191

FILED
Mar 30, 2009
Secretary of State

Entity Name: BENTLEY MOTORS, INC.

Current Principal Place of Business:

3800 HAMLIN RD.
AUBURN HILLS, MI 48326 US

New Principal Place of Business:

2200 FERDINAND PORSCHE DR.
HERNDON, VA 20171 US

Current Mailing Address:

3800 HAMLIN RD.
AUBURN HILLS, MI 48326 US

New Mailing Address:

2200 FERDINAND PORSCHE DR.
HERNDON, VA 20171 US

FEI Number: 13-5660016 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: PD () Delete
Name: MCCULLOUGH, STUART PD
Address: 3800 HAMLIN RD.
City-St-Zip: AUBURN HILLS, MI 48326 US

Title: VPSD () Delete
Name: FOLZ, JOSEPH S VPSD
Address: 3800 HAMLIN RD.
City-St-Zip: AUBURN HILLS, MI 48326 US

Title: T () Delete
Name: WEBER, MICHAEL T
Address: 3800 HAMLIN RD.
City-St-Zip: AUBURN HILLS, MI 48326 US

Title: CEOD () Delete
Name: STUART, ANDREW CEOD
Address: 3800 HAMLIN RD.
City-St-Zip: AUBURN HILLS, MI 48326 US

Title: AT () Delete
Name: FLAHERTY, TIMOTHY J AT
Address: 3800 HAMLIN RD.
City-St-Zip: AUBURN HILLS, MI 48326 US

Title: CFO () Delete
Name: HOFFMAN, JUERGEN CFO
Address: 3800 HAMLIN RD.
City-St-Zip: AUBURN HILLS, MI 48326 US

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: PRES (X) Change () Addition
Name: GEORGE, CHRISTOPHE
Address: 2200 FERDINAND PORSCHE DR.
City-St-Zip: HERNDON, VA 20171 US

Title: CFO (X) Change () Addition
Name: HOFFMAN, JUERGEN
Address: 2200 FERDINAND PORSCHE DR.
City-St-Zip: HERNDON, VA 20171 US

Title: AT (X) Change () Addition
Name: TOLEP, LAWRENCE S
Address: 2200 FERDINAND PORSCHE DR.
City-St-Zip: HERNDON, VA 20171 US

Title: DIR (X) Change () Addition
Name: DOWDING, GEOFF
Address: 2200 FERDINAND PORSCHE DR.
City-St-Zip: HERNDON, VA 20171 US

Title: DIR (X) Change () Addition
Name: GEANACOPOULOS, DAVID
Address: 2200 FERDINAND PORSCHE DR.
City-St-Zip: HERNDON, VA 20171 US

Title: DIR (X) Change () Addition
Name: MCCULLOUGH, STUART
Address: 2200 FERDINAND PORSCHE DR.
City-St-Zip: HERNDON, VA 20171 US

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: JANE LOUIS

POA

03/30/2009

Electronic Signature of Signing Officer or Director

Date