

4.

11/6

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Indian Motorcycle Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. California 3. 77-0437554
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/3/1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 200 East Tenth Street, Gilroy, CA 95020
(Principal office address)

200 East Tenth Street, Gilroy, CA 95020
(Current mailing address)

- To engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California
8. ~~other than the banking business, the trust company business, or~~
(Purpose(s) of corporation authorized in home state of country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Paracorp Incorporated

Office Address: 236 East 6th Avenue

Tallahassee, Florida 32303
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Denise Zollner
(Registered agent's signature)
Denise Zollner, Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

** the practice of a profession permitted to be incorporated by
the California Corporations Code.

FILED
NOV - 1 PM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Henry A. Schimberg

Address: 200 East Tenth Street
Gilroy, CA 95020

Vice Chairman: _____

Address: _____

Director: Gordon Burns

Address: 200 East Tenth Street
Gilroy, CA 95020

Director: John L. Albright Robert Grayson

Address: 200 East Tenth Street 200 East Tenth Street
Gilroy, CA 95020 Gilroy, CA 95020

B. OFFICERS

President: John R. Fitzpatrick

Address: 200 East Tenth Street
Gilroy, CA 95020

Vice President: James J. Kelly

Address: 200 East Tenth Street
Gilroy, CA 95020

Secretary: James J. Kelly

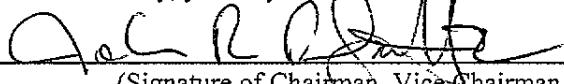
Address: 200 East Tenth Street, Gilroy, CA 95020

Treasurer: James J. Kelly

Address: 200 East Tenth Street, Gilroy, CA 95020

FILED
00 NOV -1 PM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John R. Fitzpatrick, President & CEO
(Typed or printed name and capacity of person signing application)

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **3rd day of September, 1996**, **INDIAN MOTORCYCLE CORPORATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of October 20, 2000.



Bill Jones
BILL JONES
Secretary of State

SW

FILED
00 OCT -1 PM 11:08
SECRETARY OF STATE
TALAMON, LORIDA