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SECRETIARY OF STATE
AND ANASSEE, FLORIDA

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#### **COVER LETTER**

TO:	New Filing Section Division of Corporations		
SUBJI	ECT: ORANGE COUNTY	CHOPPERS HO	OLDINGS, INC.
	(Name of corp	oration - must include suffix	k)
Dear Si	r or Madam:		
"Certifi	closed "Application by Foreign Corporation cate of Existence," and check are submitted business in Florida.		
Please	return all correspondence concerning this n	natter to the following:	
Mey	er A. Gross, Esq.		
		me of Person)	
Sch	weitzer Cornman Gross	& Bondell LLP	
	(Fir	m/Company)	
292	Madison Ave., 19th Floo	r	
	11	(Address)	
New	York, NY 10017		
	(City/S	State and Zip code)	
	her information concerning this matter, ple er A. Gross		
ivicy	(Name of Person) at (A	46 ) 424-0770 Area Code & Daytime Telep	hone Number)
	(: tallie of Folson)	nou code de Buytimo Totop	none rumoery
	STREET/COURIER ADDRESS: New Filing Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301	MAILING New Filing S Division of G P.O. Box 63 Tallahassee,	Section Corporations 27
Enclose	d is a check for the following amount:		
\$70.0	00 Filing Fee \$\bigcup \$78.75 Filing Fee &\bigcup Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certificate of Status & Certified Copy

### 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. ORANGE COUNTY CHOPPERS HOLDINGS, INC.

(Date of incorporation)  (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)  10 Factory Rd., Montgomery, New York 12549  (Principal office address)  10 Factory Rd., Montgomery, New York 12549  (Current mailing address)  Motorcycle Manufacturer  (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)  Name and street address of Florida registered agent: (P.O. Box NOT acceptable)  Name: Ted H. Bartelstone, Esq.			ame adopted for the purpose of transacting business in Florida)
(Date of incorporation)  (Date of incorporation)  (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)  10 Factory Rd., Montgomery, New York 12549  (Principal office address)  10 Factory Rd., Montgomery, New York 12549  (Current mailing address)  Motorcycle Manufacturer  (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)  Name and street address of Florida registered agent: (P.O. Box NOT acceptable)  Name: Ted H. Bartelstone, Esq.  SUITE 1500 - ONE DATRAN CENTER, 9100 SOUTH DADELAND BOULEVARD			
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(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)  10 Factory Rd., Montgomery, New York 12549  (Principal office address)  10 Factory Rd., Montgomery, New York 12549  (Current mailing address)  Motorcycle Manufacturer  (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)  Name and street address of Florida registered agent: (P.O. Box NOT acceptable)  Name: Ted H. Bartelstone, Esq.  Suite 1500 - One Datran Center, 9100 South Dadeland Boulevard			
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Name and street address of Florida registered agent: (P.O. Box NOT acceptable)  Name: Ted H. Bartelstone, Esq.  Suite 1500 - ONE DATRAN CENTER, 9100 SOUTH DADELAND BOULEVARD  The street address:			
Tice Address: Suite 1500 - ONE DATRAN CENTER, 9100 SOUTH DADELAND BOULEVARD	(Purpose(s	s) of corporation authorized in home state of	or country to be carried out in state of Florida)
Tice Address:  Suite 1500 - ONE DATRAN CENTER, 9100 SOUTH DADELAND BOULEVARD  TO S	Name and stree	et address of Florida registered agent: (	(P.O. Box NOT acceptable)
Tice Address:  Suite 1500 - ONE DATRAN CENTER, 9100 SOUTH DADELAND BOULEVARD  TO S	Name:	Ted H. Bartelstone, E	Esq. 28
Miami , Florida 33156 (City) (City) (Zip code)	Yaa Addussa	SUITE 1500 - ONE DATRAN CENTER, 9100 SO	OUTH DADELAND BOULEVARD
(City), Florida 33156 (Zip code)	nce Address:	B. 4.	—— FS - 8
(City) (Zip code)			, Florida 33156
		(City)	(Zip code)
			ervice of process for the above stated corporation at the 1
. Registered agent's acceptance: wing been named as registered agent and to accept service of process for the above stated corporation at the n			
wing been named as registered agent and to accept service of process for the above stated corporation at the p	wing been nam	application, I hereby accept the appoi	
	wing been nam signated in this ther agree to c	omply with the provisions of all statute	es relative to the proper and complete performance of my

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.

12. Names and business addresses of officers and/or directors:	F11
A. DIRECTORS	OF MOVED
Chairman: Paul Teutul Sr.	06 NOV 28 AM 8: 13
Address: ORANGE COUNTY CHOPPERS HOLDING	S, ING. 10 Factory Rd.,
Montgomery, New York 12549	, LOKIDA
Vice Chairman:	
Address:	
Director:	
Address:	
Director:	
Address:	
B. OFFICERS	
President: Paul Teutul Sr.	
Address: ORANGE COUNTY CHOPPERS HOLDING	SS, INC., 10 Factory Rd.
Montgomery, New York 12549	
Vice President:	
Address:	
Secretary: Paul Teutul Sr.	
Address: 10 Factory Rd. Montgomery, NY 12549	
Treasurer: Paul Teutul Sr.	
Address: 10 Factory Rd., Montgomery, NY 12549	_
^	
NOTE: If necessary, you may attach an addendum to the application listing addition	al officers and/or directors.
(Signature of Director or Officer listed in number 12 of the app	olication)
14. Faul Tenth, SR - Pre/CEO	
(Typed or printed name and capacity of person signing applied	cation)

## Delaware

PAGE :

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ORANGE COUNTY CHOPPERS HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5206961

DATE: 11-17-06

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