FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

CORPORATION ANNUAL REPORT

1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

F95000002492 (5) DOCUMENT

HARLEY-DAVIDSON MOTOR COMPANY

Principal Place of Business 3700 W. JUNEAU AVE.

Mailing Address

3700 W. JUNEAU AVE. MILWAUKEE WI 53208

FILED Jan 26 1998 8:00am Secretary of State



MILWAUKEE WI 53208 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 05/23/1995 2a. Mailing Address 2. Principal Place of Business 4. FEI Number Applied For 39-1805420 21 26 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State 6. Election Campaign Financing **\$5.00** May Be 23 28 Trust Fund Contribution Added to Fees Zip Country Country 8. This corporation owes or has paid the current year Intangible 24 25 29 30 Personal Property Tax due June 30. 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent C T CORPORATION SYSTEM 81 Name 1200 S. PINE ISLAND RD. Street Address (P.O. Box Number is Not Acceptable) PLANTATION FL 33324 83 Zip Code 11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes. SIGNATURE Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 TITLE DELETE Addition 1.1 T(T) E Change BLEUSTEIN, JEFFREY L NAME 1.2 NAME 3700 W. JUNEAU AVE. STREET ADDRESS 1.3 STREET ADDRESS MILWAUKEE WI 53208 CITY-ST-ZIP 1.4 CITY-ST-ZIP X DELETE TITLE 2.1 TITLE Change X Addition DEMITROS, KATHLEEN NAME Brostowitz, James 2.2 NAME 3700 W. JUNEAU AVE. 3700 W. Juneau Ave. STREET ADDRESS 2.3 STREET ADDRESS MILWAUKEE WI Milwaukee, WI 53208 CITY-ST-ZIP 2. 4 CITY-ST-ZIP X DELETE 31 TITLE Addition TITLE V,S Change FINK, DARRELL E NAME 32 NAME Lione, Gail 3700 W. JUNEAU AVE. STREET ADDRESS 3.3 STREET ADDRESS 3700 W. Juneau Ave. MILWAUKEE WI 53208 CITY - ST-ZIP Milwaukee, WI 3.4. CITY-ST-ZIP 53208 X Addition X DELETE Change TITLE 4.1 TITLE GOLL, JOHN D NAME 4, 2 NAME Ziemer, James 3700 W. JUNEAU AVE. 3700 W. Juneau Ave. STREET ADDRESS 4.3 STREET ADDRESS MILWAUKEE WI 53208 Milwaukee, WI 53208 CITY-ST-ZIP 4.4 CITY - ST-ZIP DELETE TITLE 5.1 TITLE Change X Addition HILLMAN, MICHAEL J NAME 5.2 NAME Gray, C. William 3700 W. JUNEAU AVE. 3700 W. Juneau Ave. STREET ADDRESS 5.3 STREET ADDRESS MILWAUKEE WI 53208 CITY - ST - ZIP Milwaukee, WI 53208 5.4 CITY-ST-ZIP DELETE TITLE 6.1 TITLE Change Addition MCCASLIN, JAMES A NAME 6.2 NAME 3700 W. JUNEAU AVE. STREET ADDRESS 6.3 STREET ADDRESS MILWAUKEE WI 53208 CITY - ST - ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my 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 in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

M. Gail Libres

414-343-4606

CR2E034