## 2007 LIMITED LIABILITY COMPANY ANNUAL REPORT

| DOCUMENT # M02000001070                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                |                                                |                        |                                                    | Tim with , av                             |                                     |                             |            |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|------------------------------------------------|------------------------|----------------------------------------------------|-------------------------------------------|-------------------------------------|-----------------------------|------------|--|
| Entity Name     BUELL DISTRIBUTION COMPANY, LLC                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                |                                                |                        |                                                    | 07 JAN 30 PH 3: 58                        |                                     |                             |            |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                |                                                | Continu                |                                                    | CONCINITY OF STATE<br>ALLAMASSEE, FLORIDA |                                     |                             |            |  |
| 1 '                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | ce of Business                                 | Mailing Address                                |                        |                                                    |                                           | .c. FLURID,                         | A                           |            |  |
| 3700 WEST<br>MILWAUKEE,                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | JUNEAU AVENUE<br>, WI 53208                    | 3700 WEST JUNEAU AVENUE<br>MILWAUKEE, WI 53208 |                        |                                                    |                                           |                                     |                             |            |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                |                                                |                        |                                                    |                                           |                                     |                             |            |  |
| 2. Principal P                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Place of Business - No P.O. Box #              | 3. Mailing Address                             |                        |                                                    |                                           |                                     |                             |            |  |
| Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                | Suite, Apt. #, etc.                            |                        | 01152007                                           | Chg-LLC C                                 | R2E083 (12/06)                      |                             |            |  |
| City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                | City & State                                   |                        | 4. FEI Numi<br>04-36:                              |                                           | <del></del>                         | oplied For<br>ot Applicable |            |  |
| Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Country                                        | Zip Cou                                        |                        | 5. Certifica                                       |                                           | e of Status Desired                 | \$5.00 Add<br>Fee Require   |            |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 6. Name and Address of Current                 | Registered Agent                               | ·                      |                                                    | 7. Name an                                | d Address of New Regist             | ered Agent                  |            |  |
| CICORE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | PORATION SYSTEM                                |                                                |                        |                                                    | Name                                      |                                     |                             |            |  |
| 1200 SOU                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | ITH PINE ISLAND ROAD<br>ION, FL 33324          |                                                |                        | Street Address (P.O. Box Number is Not Acceptable) |                                           |                                     |                             |            |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | ,                                              |                                                |                        |                                                    |                                           |                                     |                             |            |  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                |                                                |                        | City                                               |                                           |                                     | FL Zip Cod                  | e          |  |
| 8. 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. I am familiar with, and accept the obligations of registered agent.                                                                                                                                                                                                                                                                            |                                                |                                                |                        |                                                    |                                           |                                     |                             |            |  |
| SIGNATURE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                |                                                |                        |                                                    |                                           |                                     |                             |            |  |
| Signature, typed or printed name of registered agent and title if applicable, (NOTE: Registered Agent signature required when reinstating)  DATE                                                                                                                                                                                                                                                                                                                                                         |                                                |                                                |                        |                                                    |                                           |                                     |                             |            |  |
| Fi<br>D                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | iling Fee is \$50.00<br>ue by May 1, 2007      |                                                |                        |                                                    |                                           | eck payable to<br>partment of State | ė                           |            |  |
| 9.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | MANAGING MEMBI                                 | ERS/MANAGERS                                   | 10.                    |                                                    |                                           | ADDITIONS/CHAI                      | NGES                        |            |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | MGRM<br>ZIEMER, JAMES L                        | ☐ Delete                                       | TITLE                  |                                                    |                                           |                                     | Change                      | Addition   |  |
| NAME<br>STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 3700 WEST JUNEAU AVENUE                        | NAME<br>STREET                                 |                        | ET ADDRESS                                         |                                           | onnoee:                             | 22613                       |            |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | MILWAUKEE, WI 53208                            |                                                |                        | -ST-ZIP                                            |                                           | <b>3000868</b> 3<br>91/0701005      | -001 **50I                  | ე.დე       |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | MGRM                                           | Delete                                         | TITLE                  |                                                    | - New 1                                   |                                     | ☐ Change                    | Addition   |  |
| NAME<br>STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | FLICKINGER, JON R<br>3700 WEST JUNEAU AVENUE   |                                                | NAME<br>STREET ADDRESS |                                                    |                                           |                                     |                             |            |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | MILWAUKEE, WI 53208                            |                                                |                        | -ST-ZIP                                            |                                           |                                     |                             |            |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | MGRM                                           | ☐ Delete                                       | TITLE                  |                                                    |                                           |                                     | ☐ Change                    | ☐ Addition |  |
| NAME<br>STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | LIONE, GAIL A<br>3700 WEST JUNEAU AVENUE       |                                                |                        | ET ADDRESS                                         |                                           |                                     |                             |            |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | MILWAUKEE, WI 53208                            |                                                |                        | -ST-ZIP                                            |                                           |                                     |                             |            |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | MGRM                                           | ☐ Delete                                       | TITLE                  |                                                    |                                           |                                     | Change                      | Addition   |  |
| NAME<br>STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | CALAWAY, TONIT M 3700 WEST JUNEAU AVENUE       |                                                | NAMI                   | E<br>Et address                                    |                                           |                                     |                             |            |  |
| CITY-ST-ZiP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | MILWAUKEE, WI 53208                            |                                                |                        | -ST-ZIP                                            |                                           |                                     |                             |            |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | MGRM                                           | ☐ Delete                                       | TITLE                  | l l                                                |                                           |                                     | Change                      | ☐ Addition |  |
| NAME<br>STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | BROSTOWITZ, JAMES M<br>3700 WEST JUNEAU AVENUE |                                                | NAMI<br>STRE           | E<br>Et address                                    |                                           |                                     |                             |            |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | MILWAUKEE, WI                                  |                                                |                        | -ST-ZIP                                            |                                           |                                     |                             |            |  |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                | ☐ Delete                                       | TITLE                  |                                                    | ·                                         |                                     | ☐ Change                    | Addition   |  |
| NAME<br>STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                |                                                | NAMI<br>STRE           | E<br>Et address                                    |                                           |                                     |                             |            |  |
| CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                |                                                |                        | - ST-ZIP                                           |                                           |                                     |                             |            |  |
| 11. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes. |                                                |                                                |                        |                                                    |                                           |                                     |                             |            |  |
| 1 1000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                |                                                |                        |                                                    |                                           |                                     |                             |            |  |
| SIGNATURE: (414) 343-8592 SIGNATURE AND TYPED OR PRINTELY NAME OF SIGNING MANAGING MEMBER, MANAGER, OR AUTHORIZED REPRESENTATIVE Oate Oate Oate                                                                                                                                                                                                                                                                                                                                                          |                                                |                                                |                        |                                                    |                                           |                                     |                             |            |  |
| 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | SIGNATURE AND TYPED OR PRINTED NAME (          | JF SIGNING MANAGING MEMBER, MA                 | ANAGER, OR             | AUTHORIZED REPRES                                  | ENTATIVE                                  | Date                                | Daytime Phone #             |            |  |

## BUELL DISTRIBUTION COMPANY, LLC 3700 West Juneau Avenue Milwaukee, Wisconsin 53208

James L. Ziemer, Chief Executive Officer

Erik F, Buell, Chairman and Chief Technical Officer

Jon. R. Flickinger, President and Chief Operating Officer

James M. Brostowitz, Vice President, Treasurer and Assistant Secretary

Thomas E. Bergmann, Vice President, Chief Financial Officer and Assistant Treasurer

Gail A. Lione, Vice President and Secretary

Edward M. Krishok, Assistant Secretary

Tonit M. Calaway, Assistant Secretary

Cynthia A. Rooks, Assistant Treasurer

## **Directors**

James L. Ziemer

Jon R. Flickinger