

NO 4000004126

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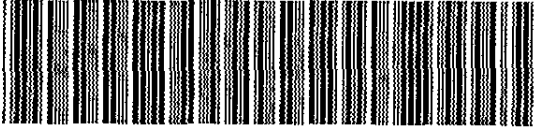
(Business Entity Name)

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2004 APR 22 P 6:00
SECRETARY OF STATE

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04/22/04--01012--013 **87.50

4-26-04
JSC

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The X-Factor Motorcycle Club Incorporated
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate
ADDITIONAL COPY REQUIRED	

FROM: Quelonda Bruer
Name (Printed or typed)

7221 Lawn Tennis Ln.
Address

Jacksonville, FL 32277
City, State & Zip

(904)343-9466
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

SECRETARY
FILED
2004 APR 22 P M
JACKSONVILLE, FL

Article I

NAME

The name of the corporation shall be *The X-Factor Motorcycle Club Incorporated.*

Article II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10979 Wingate Road
Jacksonville, FL 32218

Article III

PURPOSE

The purpose for which the corporation is organized is to encourage, organize and promote the sport of motorcycling, social and competitive events, and a better image thereof to the general public.

Article IV

MANNER OF ELECTION

The affairs of The X-Factor Motorcycle Club shall be conducted by the Executive Board, which will be elected at the Annual General Meeting (AGM). The Executive Board is comprised of the following:

President - who shall hold office for the duration of the organization's existence.

Vice President - who shall hold office for two (2) consecutive years and be eligible for re-election.

Secretary - who shall hold office for two (2) consecutive years and be eligible for re-election.

Treasurer - who shall hold office for two (2) consecutive years and be eligible for re-election.

Conveners - who shall hold office for two (2) consecutive years and be eligible for re-election.

The membership will consist of a minimum (additional to the E-Board) of twelve (12) members—six (6) of which will hold active membership status for two (2) consecutive years and another six (6) will hold active membership status for one year. Both groups will be eligible for re-election. The

Article VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Lafayette Bonner
10979 Wingate Road
Jacksonville, FL 32218

Article IX INCORPORATOR

The name and address of the incorporator is:

Quelonda Bruer
7221 Lawn Tennis Lane
Jacksonville, FL 32277

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

<u>LAFAYETTE BONNER</u> Registered Agent (Printed Name)	 Signature	<u>7/11/04</u> Date
<u>Quelonda Z. Bruer</u> Incorporator (Printed Name)	 Signature	<u>4/7/04</u> Date

organization's secretary and a minimum of two (2) club directors will be nominated by the E-Board from the general body in "good standing."

Article V

MANNER OF MEMBERSHIP TERMINATION

Termination of membership status may be acquired via three (3) alternatives. Officers and members of this corporation may terminate their membership voluntarily, be requested by organization's President to resign, or be expelled from the organization by the organization's President.

Upon termination of membership of the organization, members are to participate in a formal hearing with the organization's President and other officers if deemed necessary by the organization's President. Members to be terminated will be given the opportunity to have any questions asked or concerns addressed at that time. Remaining organization members and officers will be informed appropriately of the revised organization's membership roster.

Membership status may not be transferred to any other motorcycle club. Formal termination from The X-Factor Motorcycle Club must be achieved before any former member may be acknowledged as a member or another motorcycle club.

If for any reason an office bearer or E-Board member shall cease to act during his or her term of office, a successor shall be appointed by the E-Board and shall hold office until the next AGM.

Article VI

DISTRIBUTION OF ASSETS

The distribution of assets upon dissolution, final liquidation, or if otherwise permitted by law, upon partial liquidation will be donated to another not for profit organization with a similar mission, to a charity of the organization's preference, or at the discretion of the E-Board. Such final decision will be made during a sanctioned AGM or an Extra-Ordinary General Meeting (EOGM).

Article VII

INITIAL DIRECTORS/OFFICERS

Lafayette Bonner, Founder & President
10979 Wingate Road * Jacksonville, FL 32218

Timothy Hardin, Founder
12353 Harbor Winds Drive, North * Jacksonville, FL 32225

Larry Burton, Founder
1865 Wells Road, Apt. #240 * Jacksonville, FL 32073