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February 24, 1999

Florida Department of State
Division of Corporations
409 E. Gaines
Tallahassee, FL 32399

IN RE: Articles of Incorporation
V-MAX OWNERS ASSOCIATION, INC.

500002791955--9

-03/02/99--01038--020

*****70.00 *****70.00

Gentlemen:

Enclosed please find Articles of Incorporation together with a check in the amount of \$70.00 for the filing fee for:

V-MAX OWNERS ASSOCIATION, INC.

I am enclosing a copy of the Articles of Incorporation and a self addressed stamped envelope so you may return same to me as verification of receipt and processing.

I would appreciate any effort you may expend to expedite the filing of this entity and if you should have any questions please contact me at your earliest convenience.

Very truly yours,

ERIC V. GILL

EVG/klt
cc: client

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR -2 AM 9:55

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**ARTICLES OF INCORPORATION
OF
V-MAX OWNERS ASSOCIATION, INC.
(Nonprofit corporation)**

BY THESE ARTICLES OF INCORPORATION, the incorporators form a corporation under the laws of the State of Florida in accordance with Chapter 617 of the Florida Statutes as a non-profit corporation.

ARTICLE I - NAME

The name of this corporation is **V-MAX OWNERS ASSOCIATION, INC.**

ARTICLE II - PURPOSE

The purpose for which this corporation is organized, is to:

By providing a forum for the dissemination of information as to all aspects of the V-Max motorcycle so as to educate both the membership and the public, particularly through newsletters or bulletins containing educational material, maintaining a reference library on the V-Max motorcycle and preparing displays and exhibits for the public.

ARTICLE III - STOCK

This corporation shall issue no stock.

ARTICLE IV - TERM

This corporation shall exist perpetually.

ARTICLE V - MEMBERS

This corporation shall have Members. Members of the corporation will be required to meet the qualification as those persons having an avowed interest in promoting the responsible ownership of V-Max products and those who meet said qualification shall be admitted upon compliance with membership requirements and the payment of dues as set forth more particularly in the By-Laws of the corporation.

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ARTICLE VI - OFFICERS

The affairs of the corporation shall be managed by officers elected by the board of directors at its next annual meeting. The officers shall serve until the next annual meeting of the board of directors unless removed earlier in accordance with the By-Laws.

The names of the officers who shall serve until the election at the organizational meeting after these articles are approved are:

President	ROY RICHARDS
Vice President and membership director:	MIKE SAYERS
Secretary	ROY RICHARDS
Treasurer	ROY RICHARDS

ARTICLE, VII - DIRECTORS

This corporation shall have a board of directors of 13 directors initially. The number of directors shall be prescribed by the By-laws from time to time, however, at least four directors shall be officers so that any officer shall, by virtue of holding the position of officer, also hold the position of director and the termination or resignation of any officer shall also be deemed to be the termination or resignation of that officers position as a director unless a majority of a quorum of the then remaining directors elects to have that person who resigned or was terminated as an officer continue to serve as a director for the remainder of his or her term. The names of directors who shall serve until the first election are:

ROY RICHARDS, 801 Highpoint Drive, Port Orange, Florida 32127

MIKE SAYERS, 180 Galilee Road, Smithfield, NC 27577

HARRY CLEMENS, 618 5th Street, Altoona, PA 16602

PAUL BEAUMONT, 23 Stevens Avenue, Derry, NH 03038-4535

BILL DELAUNE, P.O. Box 483, Social Circle, GA 30025-0483

ROSS DOVEY, 1001 SW 70th Way, N. Lauderdale, FL 33068

VERN HATHAWAY, 676 Harbor Drive, N, Azle, TX 76020

CORY FROST, 376 S #16, St. George, UT 84770

JOHN CZORA, 5987 Lampel Street, Las Vegas, NV 89119-3123

CHERYL OWENS, 4366 Eaglenest Cres, Prince George, B.C. V2M4Y6

TYLER PENNOCK, 1525 Alta Vista Dr., Apt. 107, Ottawa, ON K1G0G1

ANDREW L. ROBERTS, 92242 Hirschav Germany, Marienstrasse 7

PAUL SAYEGH, 1661 Two Eagle Lane, El Dorado Hills, CA 95762

Vacancies in the initial board of directors occurring before the first election shall be filled by directors remaining in office even though they do not constitute a quorum of directors. Thereafter any vacancies in the board of directors shall be filled by the majority vote of a quorum of the directors and if any director holds the position of two officers of the corporation then for the purpose of determining a quorum that director shall be counted as only one director not two and shall be entitled to cast only one vote director vote. A quorum shall be a simple majority of the board of directors.

ARTICLE VIII - SUBSCRIBERS

The names and residences of the subscribers are:

ROY RICHARDS, 801 Highpoint Drive, Port Orange, Florida 32127

ARTICLE IX - BY LAWS

By laws shall be adopted by the board of directors.

ARTICLE X - AMENDMENTS

An amendment to these articles may be proposed by the board of directors or an officer or a member. Amendments shall be adopted board of directors by affirmative vote of at a least three fourths of the directors present and voting at a meeting at which a quorum is present.

ARTICLE XI- LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation not -for-profit are as provided in section 617.0302, Fla.Stat. (1991), as amended.

ARTICLE XII- ADDRESS


The initial post office address of the principal office of the corporation in the State of Florida is: 801 Highpoint Drive, Port Orange, Florida 32127.

The board of directors from time to time may move the principal office to any other address in Florida.

ARTICLE XIII - RESIDENT AGENT

The initial registered office of this corporation shall be located at 801 Highpoint Drive, Port Orange, Florida 32127.

DATED: February 24, 1999.

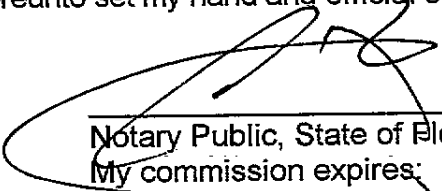

ROY RICHARDS

STATE OF FLORIDA
COUNTY OF VOLUSIA

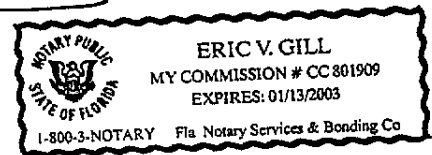
On this 24th day of February, 1999, before me the undersigned Notary Public, personally appeared ROY RICHARDS, (☒) identified by Florida Drivers License or (☐) personally known to me to be the persons whose name is subscribed to the within instrument and he acknowledged that he executed the same for the purposes therein

contained.

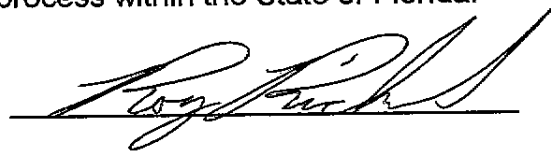
IN WITNESS WHEREOF I have hereunto set my hand and official seal in the State and County aforesaid.


Notary Public, State of Florida at Large
My commission expires:

ACCEPTANCE OF DESIGNATION



The undersigned hereby accepts designation as registered agent of V-MAX OWNERS ASSOCIATION, INC. for service of process within the State of Florida.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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