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

0459128

PROFIT CORPORATION ANNUAL REPORT

1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

99 MAR 29 AM 8:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P97000075736**

1. Corporation Name
HARLEY-DAVIDSON OF NAPLES, INC.

Principal Place of Business	Mailing Address
5707 SHIRLEY STREET NAPLES FL 34109	5707 SHIRLEY STREET NAPLES FL 34109

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
09/02/1997

4. FEI Number
65-0782880
[ ] Applied For
[ ] Not Applicable

5. Certificate of Status Desired [ ] **$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [ ] **$5.00** May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax [X] Yes [ ] No

2. Principal Place of Business	2a. Mailing Address
21	26
Suite, Apt. #, etc 22	Suite, Apt. #, etc 27
City & State 23	City & State 28
Zip / Country 24 / 25	Zip / Country 29 / 30

9. Name and Address of Current Registered Agent

FISCHER, J. SCOTT
1870 CLAYTON STREET
FORT MYERS FL 33907

10. Name and Address of New Registered Agent

81 Name: J. SCOTT FISCHER
82 Street Address (P.O. Box Number is Not Acceptable): 1870 CLAYTON COURT
83
84 City: FT MYERS FL 85 Zip Code: 33907

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. The party accepting 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 filing) Date

12. OFFICERS AND DIRECTORS		
TITLE	P	[ ] DELETE
NAME	FISCHER, J. SCOTT	
STREET ADDRESS	1870 CLAYTON STREET	
CITY-ST-ZIP	FT. MYERS FL 33907	
TITLE	VPS	[X] DELETE
NAME	FISCHER, MARY	
STREET ADDRESS	1870 CLAYTON STREET	
CITY-ST-ZIP	FORT MYERS FL 33907	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
11 TITLE	P	[X] Change [ ] Addition
12 NAME	FISCHER, J. SCOTT	
13 STREET ADDRESS	1870 CLAYTON COURT	
14 CITY-ST-ZIP	FORT MYERS, FL 33907	
21 TITLE	ST	[ ] Change [X] Addition
22 NAME	RONALD H. HALL	
23 STREET ADDRESS	1870 CLAYTON COURT	
24 CITY-ST-ZIP	FORT MYERS, FL 33907	
31 TITLE		[ ] Change [ ] Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE		[ ] Change [ ] Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE		[ ] Change [ ] Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE		[ ] Change [ ] Addition
62 NAME		
63 STREET ADDRESS		
64 CITY-ST-ZIP		

200100282712--0
-03/30/99--01003--004
****158.75 ****158.75

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, with all other like empowered.

SIGNATURE:
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date

CR2E034 (11/98)