

No. ....

ARTICLES OF ASSOCIATION

OF THE

BMW MOTORCYCLE

.....

OWNERS OF VERMONT

.....

STATE OF VERMONT

Secretary of State's Office

Filed ..... 2-17 ..... 19 82 .....

*James H. Doyle*

Secretary of State

ARTICLES OF ASSOCIATION

The name of the corporation shall be the "BMW Motorcycle Owners of Vermont"

The initial registered agent shall be Peter Mescia, Secretary/Treasurer 17

with registered office at Pleasant St., Box 54, Grafton, Vermont 05146

The corporation shall be located at Pleasant St., Box 54, Grafton, Vermont 05146

The operating year shall be? Calendar Dec. 31 Fiscal Jan. 1 til Dec. 31

If a fiscal year ending is not specified, the calendar year ending December 31st shall be designated as your fiscal year ending.

The period of duration shall be (if perpetual so state) perpetual

Please check appropriate box:

- checkbox Vermont General Corporation (T. 11, Ch. 17)
checkbox Vermont Professional Corporation (T. 11, Ch. 3)
xxx Vermont Non-Profit Corporation (T. 11, Ch. 19)

This corporation is organized for the purpose of :

Here set out purposes clearly and briefly, using separate paragraphs to cover each separate purpose.

Promoting goodwill, friendship, and comraderie of all BMW motorcycle owners as well as other motorcyclists and enthusiasts;

Promoting the advantages of motorcycling in Vermont;

Attracting additional members to the corporation;

Promoting a positive image of motorcyclists in and out of state, especially on BMW motorcycles;

Promoting safe, responsible motorcycle operation and courteous road manners, especially in group riding;

Encouraging motorcycle touring through sponsoring and organizing formal and informal rides and rallies for the benefit of club members and their guests on a voluntary basis.

The following information regarding shares must be completed by business corporations. Non-profit corporations cannot have shares.

The aggregate number of shares the corporation shall have authority to issue is

..... shares, preferred, with a par value of (if no par value, so state) .....

..... shares, common, with a par value of (if no par value, so state) .....

If preferred shares are provided for, state here briefly the terms of preference.

If shares are to be divided into classes or series, state here the designations, preferences, limitations, and relative rights of each class or series.

Directors: Business corporations with three or more shareholders must have at least three directors. If there are fewer than three shareholders, the number of directors may be equal to, but not less than, the number of shareholders.

Non-profit corporations must have at least three directors.


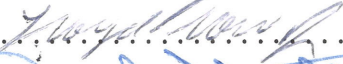

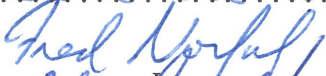
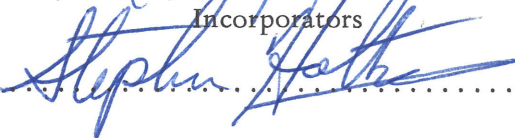
The initial board of directors shall have... five..... members with the following serving as directors until their successors be elected and qualify: David Stoodley, Fred Norful, Steven Holtz, Peter Mescia, Lloyd Provin, Jr.

Having named fewer than three directors I hereby state that the number of shareholders does not exceed the number of directors.

Dated at ... Grafton, Vermont ....., in the County of... Windham .....

this ..... 30th..... day of January....., 1982..

Names must be Printed or Typed under all signatures, No. 101 Acts of 1965.

Name	Post Office Address
 .....	Peter Mescia, Box 54, Grafton, VT 05146 .....
 .....	Lloyd Provin, Jr., Furnace Rd. Pittsford, VT 05763 .....
 .....	David Stoodley 146 Killington Ave. Rutland VT 05701 .....
 .....	Fred Norful, Box 373, Norwich, VT 05055 .....
 .....	Steven Holtz, Box 282 W. Bolton, Jericho, VT 05465 .....
.....	.....
.....	.....

**IN ADDITION TO ALL THE PRECEDING INFORMATION VERMONT PROFESSIONAL CORPORATIONS MUST COMPLETE THE CERTIFICATE ON THE LAST PAGE OF THIS APPLICATION.**

The following information must be completed by PROFESSIONAL CORPORATIONS.

In compliance with the Professional Corporation Act 11 V.S.A. Chapter 3 the \_\_\_\_\_  
(name of Regulating Board)

\_\_\_\_\_ hereby certifies that the below listed incorporators, officers, directors and  
shareholders of this Professional Corporation are duly licensed or admitted to practice the profession for which  
this corporation is to be organized.

Incorporators                      Address                      License No.                      Expiration Date

.....  
.....  
.....

Officers

.....  
.....  
.....

Directors

.....  
.....  
.....

Shareholders

.....  
.....  
.....

Do not write below this line. To be completed by the VERMONT REGULATING BOARD.

Name of Regulating Board

.....

BY: .....

TITLE: .....

STATE OF VERMONT  
RECEIVED  
1992 FEB 16 PM 12:54  
SECRETARY OF STATE  
DEPUTY SECRETARY OF STATE