



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

HANNAH RACING PRODUCTS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

HANNAH RACING PRODUCTS, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated October 1, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
HANNAH RACING PRODUCTS, INC.
SECRETARY OF STATE

SEP 30 8 57 AM '80

The undersigned, acting as incorporator(s) under the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

1. NAME. The name of the corporation is:
HANNAH RACING PRODUCTS, INC.
2. DURATION. The period of its duration is perpetual.
3. PURPOSES. The purpose for which the corporation is organized is to engage in the business of buying, selling and manufacturing motorcycle parts and accessories throughout the United States and in foreign markets. This shall include clothing, decorations and all other items that may have any relationship or appeal especially to motorcyclists, and shall include the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. STOCK. The corporation shall have the authority to issue 50,000 shares of capital stock, all of one (1) class, ONE & 00/100 DOLLAR (\$1.00) par value.
5. ADDRESS. The address of the initial registered office of the corporation is: Kneeland Building, Saddle Road, P.O. Box 258, Ketchum, Idaho 83340. The name of the

initial registered agent at the corporation at the above address is George R. Kneeland.

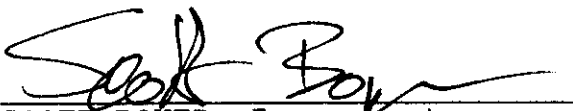
6. INITIAL DIRECTORS. The number of directors constituting the initial board of directors is four (4) whose names and addresses are:

Scott Boyer	P.O. Box 1405	Ketchum, ID 83340
D.H. Kryder	P.O. Box 1138	Ketchum, ID 83340
Robert Hannah	P.O. Box 1981	Ketchum, ID 83340
Conrad Casser	P.O. Box 1051	Ketchum, ID 83340

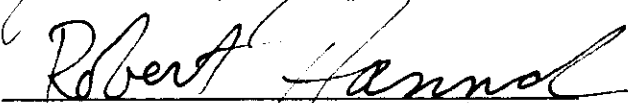
7. INCORPORATORS. The name and address of each incorporator is:

Scott Boyer	P.O. Box 1405	Ketchum, ID 83340
D.H. Kryder	P.O. Box 1138	Ketchum, ID 83340
Robert Hannah	P.O. Box 1981	Ketchum, ID 83340
Conrad Casser	P.O. Box 1051	Ketchum, ID 83340

IN WITNESS WHEREOF we have hereunto set our hands this 20th day of September, 1980.


SCOTT BOYER, Incorporator


D.H. KRYDER, Incorporator



ROBERT HANNAH, Incorporator


CONRAD CASSER, Incorporator

STATE OF IDAHO)
) ss.
County of Blaine)

On this 29th day of Sept., 1980, before me, a Notary Public in and for said State, personally appeared SCOTT BOYER, known to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

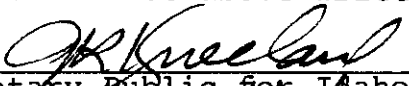


NOTARY PUBLIC FOR IDAHO
Residing at Ketchum, Id.
Commission expires perpetual

STATE OF IDAHO)
) ss.
COUNTY OF BLAINE)

On this 29th day of Sept., 1980, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared D.H. KRYDER, to me known to be the individual who executed the within and foregoing instrument, and acknowledged to me that he signed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal on the day and year first above written.



Notary Public for Idaho
Residing at Ketchum, Id.
Commission expires perpetual

STATE OF IDAHO)
) SS.
COUNTY OF BLAINE)

On this 2nd day of Sept., 1980, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared CONRAD CASSER to me known to be the individual who executed the within and foregoing instrument, and acknowledged to me that he signed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal on the day and year first above written.

[Signature]
Notary Public for Idaho
Residing at Ketchikan
Commission expires perpetual

STATE OF Idaho)
) SS.
COUNTY OF Blaine)

On this 29th day of Sept., 1980, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared ROBERT HANNAH, to me known to be the individual who executed the within and foregoing instrument, and acknowledged to me that he signed the same as his free and voluntary act and deed for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal on the day and year first above written.

[Signature]
Notary Public for the State
Of Idaho
Residing at Ketchikan
Commission expires perpetual