

ARTICLES OF INCORPORATION

OF

DIXIE ABATE, INC.

TO THE HONORABLE JUDGE OF PROBATE
OF ETOWAH COUNTY, ALABAMA:

The undersigned Company, for the purpose of forming a nonprofit corporation, pursuant to the provisions of the "Alabama Nonprofit Corporation Act" does hereby certify as follows:

**ARTICLE I
NAME**

The name of the corporation is DIXIE ABATE, INC.

**ARTICLE II
DURATION**

The Corporation shall have a perpetual duration from the date of organization, unless it is dissolved and its affairs wound up prior to that date in accordance with the Alabama Nonprofit Corporation Act (the "Act").

**ARTICLE III
PURPOSE**

The purposes for which the Corporation is formed are:

Dixie ABATE, Inc., is organized for charitable, educational, civic, benevolent, social, and athletic purposes including for such purposes, the promotion of motorcycle use, acceptance, safety, and enjoyment. Said purposes include promoting the motorcycling interests of the corporation's members and affiliates. Said corporation is further organized to undertake such interaction, including lobbying, and litigation support with various governmental bodies as may be necessary or desirable to promote the motorcycling interests of the corporation's members and affiliates.

To do any and all of the things herein set out and such other things as are incidental or conducive to the attainment of the objects and purposes of this Corporation, to the same extent as natural persons might or could do and in any part of the world, as principal, factor, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, association, partnership, corporation or any entity of whatsoever kind, and to do any and all such acts and things and to have and exercise any and all such powers to the full extent authorized or permitted to a corporation under any laws that may now or hereafter be applicable or available to this Corporation.

**ARTICLE IV
REGISTERED OFFICE; REGISTERED AGENT**

The location and street address of the initial registered office and registered agent of the Corporation shall be Stover, Stewart & Phillips, LLC, 750 Forrest Ave, Gadsden, Alabama 35901.

**ARTICLE V
INITIAL DIRECTORS**

The number of Directors constituting the initial Directors shall be fixed in the manner provided in the Bylaws, and may be increased or decreased from time to time by amendment to, or in the manner provided in, the Bylaws. The names and addresses of each person who is to serve as an initial Director until the first annual meeting of shareholders are as follows:

Brian "Fat Dog" Farley	2875 White Oak Drive, Southside, Ala 35907
Robert C. Chumley	580 Iron Man Road, Hartselle, Ala 35640

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator is as follows:

Brian "Fat Dog" Farley	2875 White Oak Drive, Southside, Ala 35907
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IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name to these Articles of Incorporation on this the ____ day of _____, 2009.

DIXIE ABATE, INC.

By: _____
Brian "Fat Dog" Farley
Director/Incorporator

STATE OF ALABAMA)
)
COUNTY OF ETOWAH)

I, the undersigned authority, a Notary Public in and for said State at Large, hereby certify that Brian "Fat Dog" Farley, whose name as Incorporator of **DIXIE ABATE, INC.**, a nonprofit corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of this instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said company.

Given under my hand and official seal on this the ____ day of _____, 2009.