379 3928

Receipt Number: 2098342

File Number FL005453

FL005453

CERTIFICATE OF AUTHORITY

CERTIFICATE_OF_AUTHORITY

For

J & P CYCLES, LLC (DE)

Filed at the request of:

PERSON ENTERPRISES L.L.C.
326 N MADISON
Pierre SD 57501

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Monday, December 27, 2010**

Chris Nelson

Secretary of State

Fee Received: $750.00

State of South Dakota

OFFICE OF THE SECRETARY OF STATE

Certificate of Authority
Limited Liability Company

ORGANIZATIONAL ID #: FL005453

I, Chris Nelson, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Application for a Certificate of Authority of **J & P CYCLES, LLC (DE)** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Limited Liability Company 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 hereby issue this Certificate of Authority and attach hereto a duplicate of the application for certificate of authority.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this December 27, 2010.

Chris Nelson

Chris Nelson
Secretary of State

CertAuthLLC Merge

379 3930 12/27/2010

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

Filed this 27th day of Dec, 2010
Chris Nelson
SECRETARY OF STATE

APPLICATION FOR CERTIFICATE OF AUTHORITY
FOREIGN LIMITED LIABILITY COMPANY

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: $750 payable to SECRETARY OF STATE

RECEIVED
DEC 27 2010
S.D. SEC. OF STATE

Telephone # _____
FAX # _____

Application must be accompanied by a one page original certificate of existence issued by the Secretary of State or other official having custody of the organizational records in the state or country under whose law it is organized.

1. The name of the company is J&P Cycles, LLC

The name must include limited liability company, limited company or the abbreviation L.L.C., LLC, L.C. or LC. Limited may be abbreviated as Ltd. and company may be abbreviated as Co.

2. The name of the state or country under whose laws it is organized is Delaware

3. The period of its duration perpetual

4. The address of its principal office (this is the address of the executive offices of the corporation).

13225 Circle Drive, P.O. Box 138	Anamosa	IA	52205
Street Address	City	State	ZIP+4
Mailing Address (Optional)	City	State	ZIP+4

5. The South Dakota Registered Agent name Corporation Service Company

503 South Pierre Street, Pierre, SD 57501			
Street Address (Required to be a South Dakota Address)	City	State	ZIP+4
Mailing Address (Optional – Required to be a South Dakota Address)	City	State	ZIP+4

When listing a Commercial Registered Agent, please state their CRA #. This number can be obtained from the Commercial Registered Agent.	CR000003

379 3931 12/28/2010

6. Please check one:

☐ The company is member managed.

☒ The company is manager managed.

If this company is manager managed, please state the name and address of each manager.

Arnold W. Ackerman	17771 Mitchell North	Irvine	CA	92614
Manager	Street Address	City	State	ZIP+4
Brian Etter	17771 Mitchell North	Irvine	CA	92614
Manager	Street Address	City	State	ZIP+4
John Parham	13225 Circle Drive	Anamosa	IA	52205
Manager	Street Address	City	State	ZIP+4

7. Whether one or more of the members of the company are to be liable for its debts and obligations under a provision similar to SDCL 47-34A-303 (c)

The application must be signed by a Manager so stated in question number 6 or a Member if the company is member managed.

Dated December 17, 2010

(Signature of an authorized member or manager)

Brian Etter

(Printed Name)

Manager

(Title)

379 3932

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "J&P CYCLES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "J&P CYCLES, LLC" WAS FORMED ON THE TENTH DAY OF DECEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

Jeffrey W. Bullock, Secretary of State

4910995 8300

101214347

AUTHENTICATION: 8443193

DATE: 12-21-10

You may verify this certificate online at corp.delaware.gov/authver.shtml

2011 Enter Filing Year

ANNUAL REPORT

FILE DATE 01/27/2012

RECEIPT NO 19576

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

FOREIGN LLC

Please Type or Print Clearly In Ink

FILING FEE: $50.00 Make check payable to SECRETARY OF STATE

1. L.L.C. ID and Name:
FL005453
J & P CYCLES, LLC
13225 CIRCLE DRIVE
ANAMOSA, IA 52205-7321

2. The jurisdiction under whose law it is formed DELAWARE

3. The address of the principal executive office (business address).

Street Address	City	State	ZIP+4
13225 CIRCLE DRIVE	ANAMOSA	IA	52205-7321
PO BOX 138	ANAMOSA	IA	52205-0138
Mailing Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CORPORATION SERVICE COMPANY

Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
503 SOUTH PIERRE STREET	PIERRE	SD	57501-4522
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4
			-

5. The names and business addresses of its managers. If the L.L.C. is member-managed, the names and addresses of the members need not be set forth.

	Manager	Street Address	City	State	ZIP+4
☐					
☐					
☐					

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.
By signing this form you agree to have both the fee and the form processed electronically.

Dated 01/27/2012

Signature Accepted Electronically
(Signature of an Authorized Person)

BRIAN ETTER
(Printed Name)

1/27/2012 1:07:13PM

2012 Enter Filing Year

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT

FOREIGN LLC

Please Type or Print Clearly In Ink

FILING FEE: $50.00 Make check payable to SECRETARY OF STATE

FILE 1/8/2013

RECEIPT NO 86392

1. L.L.C. ID and Name:
FL005453
J & P CYCLES, LLC
13225 CIRCLE DRIVE
ANAMOSA, IA 52205-7321

2. The jurisdiction under whose law it is formed DELAWARE

3. The address of the principal executive office (business address).

13225 CIRCLE DRIVE	ANAMOSA	IA	52205-7321
Street Address	City	State	ZIP+4
PO BOX 138	ANAMOSA	IA	52205-0138
Mailing Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CORPORATION SERVICE COMPANY

503 SOUTH PIERRE STREET	PIERRE	SD	57501-4522
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

5. The names and business addresses of its managers. If the L.L.C. is member-managed, the names and addresses of the members need not be set forth.

	Manager	Street Address	City	State	ZIP+4
☐					
☐					
☐					

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.
By signing this form you agree to have both the fee and the form processed electronically.

Date 01/08/2013

Signature Accepted Electronically

(Signature of an Authorized Person)

MICHAEL MOORE

(Printed Name)

1/8/2013 7:58:46 AM

2013 Enter Filing Year

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT

FOREIGN LLC

Please Type or Print Clearly In Ink

FILING FEE: $50.00 Make check payable to SECRETARY OF STATE

FILE 12/5/2013

RECEIPT NO 157803

1. L.L.C. ID and Name:
FL005453
J & P CYCLES, LLC
13225 CIRCLE DRIVE
ANAMOSA, IA 52205-7321

2. The jurisdiction under whose law it is formed DELAWARE

3. The address of the principal executive office (business address).

13225 CIRCLE DRIVE	ANAMOSA	IA	52205-7321
Street Address	City	State	ZIP+4
PO BOX 138	ANAMOSA	IA	52205-0138
Mailing Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CORPORATION SERVICE COMPANY

503 SOUTH PIERRE STREET	PIERRE	SD	57501-4522
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

5. The names and business addresses of its managers. If the L.L.C. is member-managed, the names and addresses of the members need not be set forth.

☐

Street Address City State ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.
By signing this form you agree to have both the fee and the form processed electronically.

Date 12/05/2013

Signature Accepted Electronically

(Signature of an Authorized Person)

MICHAEL MOORE

(Printed Name)

12/5/2013 2:54:24 PM

2014 Enter Filing Year

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT

FOREIGN LLC

Please Type or Print Clearly In Ink

FILING FEE: $50.00 Make check payable to SECRETARY OF STATE

FILE DATE 12/18/2014

RECEIPT NO 255559

1. L.L.C. ID and Name:
FL005453
J & P CYCLES, LLC
13225 CIRCLE DRIVE
ANAMOSA, IA 52205-7321

2. The jurisdiction under whose law it is formed DELAWARE

3. The address of the principal executive office (business address).

13225 CIRCLE DRIVE	ANAMOSA	IA	52205-7321
Street Address	City	State	ZIP+4
PO BOX 138	ANAMOSA	IA	52205-0138
Mailing Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CORPORATION SERVICE COMPANY

503 SOUTH PIERRE STREET	PIERRE	SD	57501-4522
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

5. The names and business addresses of its managers. If the L.L.C. is member-managed, the names and addresses of the members need not be set forth.

☐	Manager	Street Address	City	State	ZIP+4
☐	Manager	Street Address	City	State	ZIP+4
☐	Manager	Street Address	City	State	ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.
By signing this form you agree to have both the fee and the form processed electronically.

Dated 12/18/2014

Signature Accepted Electronically
(Signature of an Authorized Person)

MICHAEL MOORE
(Printed Name)

12/18/2014 1:43:45 PM

2015

Enter Filing Year

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ANNUAL REPORT

FOREIGN LLC

SDCL 47-27-18, 59-11-24

Please Type or Print Clearly In Ink

FILING FEE: $50.00 Make check payable to SECRETARY OF STATE

FILE DATE 11/18/2015

RECEIPT NO 352336

1. L.L.C. ID and Name:

FL005453

J & P CYCLES, LLC

2. The jurisdiction under whose law it is formed DELAWARE

3. The address of the principal executive office (business address).

13225 CIRCLE DRIVE	ANAMOSA	IA	52205-7321
Actual Street Address or Rural Route Box Number	City	State	ZIP+4
PO BOX 138	ANAMOSA	IA	52205-0138
Mailing Address, if Different from Street Address	City	State	ZIP+4

4. The name of the South Dakota Registered Agent

Agent Name: CORPORATION SERVICE COMPANY

503 SOUTH PIERRE STREET	PIERRE	SD	57501-4522
Actual Street Address or Rural Route Box Number in This State	City	State	ZIP+4
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

5. The names and addresses of its managers (governors). If the LLC is member-managed, the names and addresses of the members (governors) need not be set forth.

☐

Manager	Actual Street Address	City	State	ZIP+4

☐

Manager	Actual Street Address	City	State	ZIP+4

☐

Manager	Actual Street Address	City	State	ZIP+4

No person may execute this report knowing it is false in any material aspect. Any violation is subject to a civil penalty.

Dated 11/18/2015

Signature Accepted Electronically

(Signature of an Authorized Person)

MICHAEL MOORE

(Printed Name)

*By signing this form you agree to have both the fee and the form processed electronically. A fee of up to $40 will be assessed for returned payments.

11/18/2015 11:25:49 AM