

**Commonwealth of Kentucky**  
**Elaine N. Walker, Secretary of State**

LARP  
**0508551**  
Elaine N. Walker  
Secretary of State  
Received and Filed  
5/18/2011 2:50:21 PM  
Fee receipt: \$15.00

Elaine N. Walker  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
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**Annual Report  
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**ARP**

**Company:** BMW OF NORTH AMERICA, LLC  
**Company ID:** 0508551  
**State of origin:** Delaware  
**Formation date:** 1/9/2001 12:00:00 AM  
**Date filed:** 5/18/2011 2:50:21 PM  
**Fee:** \$15.00

**Principal Office**

300 CHESTNUT RIDGE RD.  
WOODCLIFF LAKE, NJ 07677

**Registered Agent Name/Address**

C T CORPORATION SYSTEM  
306 W MAIN ST  
SUITE 512  
FRANKFORT, KY 40601

**Members/Managers**

Member BMW ( US) Holding Corp. 300 CHESTNUT RIDGE RD.,WOODCLIFF LAKE,NJ 07677

**Signatures**

**Signature** Frank Wieczorek  
**Title** Asst.Sec.-Taxation