



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Matthew A. Brown, Secretary of State

Corporations Division  
100 North Main Street  
Providence, RI 02903-1335  
401.222.3040

# PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

|                                                                                                                                    |              |                                                                   |                                                                                      |              |                     |
|------------------------------------------------------------------------------------------------------------------------------------|--------------|-------------------------------------------------------------------|--------------------------------------------------------------------------------------|--------------|---------------------|
| 1. Corporate ID No.<br>24559                                                                                                       |              | 2. Name of Corporation<br>MOTOR CLUB OF AMERICA ENTERPRISES, INC. |                                                                                      |              |                     |
| 3. Street Address Principal Business Office<br>3200 W Wilshire Blvd                                                                |              | City<br>Oklahoma City                                             | State<br>OK                                                                          | Zip<br>73116 |                     |
| 4. Business Phone No.<br>(405) 843-2745                                                                                            |              | 5. State of Incorporation<br>DELAWARE                             |                                                                                      |              | 6. SIC Code<br>8888 |
| 7. Brief Description of the Character of Business Conducted in Rhode Island<br>MOTOR CLUB                                          |              |                                                                   |                                                                                      |              |                     |
| 8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS  |              |                                                                   |                                                                                      |              |                     |
| President Name<br>David K Kircher                                                                                                  |              |                                                                   | Vice President Name                                                                  |              |                     |
| Street Address<br>3200 W Wilshire Blvd.                                                                                            |              |                                                                   | Street Address                                                                       |              |                     |
| City<br>Oklahoma City                                                                                                              | State<br>OK  | Zip<br>73116                                                      | City                                                                                 | State        | Zip                 |
| Secretary Name<br>Larry K Melton                                                                                                   |              |                                                                   | Treasurer Name<br>Larry K Melton                                                     |              |                     |
| Street Address<br>3200 W Wilshire Blvd.                                                                                            |              |                                                                   | Street Address<br>3200 W Wilshire Blvd.                                              |              |                     |
| City<br>Oklahoma City                                                                                                              | State<br>OK  | Zip<br>73116                                                      | City<br>Oklahoma City                                                                | State<br>OK  | Zip<br>73116        |
| 9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS |              |                                                                   |                                                                                      |              |                     |
| Director Name<br>David K Kircher                                                                                                   |              |                                                                   | Director Name<br>Larry K Melton                                                      |              |                     |
| Street Address<br>3200 W Wilshire Blvd.                                                                                            |              |                                                                   | Street Address<br>3200 W Wilshire Blvd.                                              |              |                     |
| City<br>Oklahoma City                                                                                                              | State<br>OK  | Zip<br>73116                                                      | City<br>Oklahoma City                                                                | State<br>OK  | Zip<br>73116        |
| Director Name<br>Virgil W Coffee                                                                                                   |              |                                                                   | Director Name                                                                        |              |                     |
| Street Address<br>3200 W Wilshire Blvd.                                                                                            |              |                                                                   | Street Address                                                                       |              |                     |
| City<br>Oklahoma City                                                                                                              | State<br>OK  | Zip<br>73116                                                      | City                                                                                 | State        | Zip                 |
| 10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/><br>AUTHORIZED SHARES                                       |              |                                                                   | 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/><br>ISSUED SHARES |              |                     |
| Number of Shares                                                                                                                   | Class/Series | Par Value                                                         | Number of Shares                                                                     | Class/Series | Par Value           |
| 10,000 COMM \$1.00 PAR VALUE                                                                                                       |              |                                                                   | 25,000                                                                               | Common       | 1.00                |
|                                                                                                                                    |              |                                                                   |                                                                                      |              |                     |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\*24559\*

File Date 2/28/05  
Check No. 28551  
By: 2

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer  
David K Kircher  
Print or Type Name of Officer  
President  
Title of Officer

2/17/05  
Date



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Matthew A. Brown, Secretary of State

Corporations Division  
100 North Main Street  
Providence, RI 02903-1335  
401.222.3040

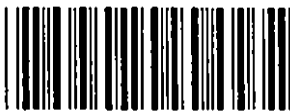
**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR** 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

|                                                                                                                                             |                    |                                                                          |                              |                            |
|---------------------------------------------------------------------------------------------------------------------------------------------|--------------------|--------------------------------------------------------------------------|------------------------------|----------------------------|
| 1. Corporate ID No.<br><b>24559</b>                                                                                                         |                    | 2. Name of Corporation<br><b>MOTOR CLUB OF AMERICA ENTERPRISES, INC.</b> |                              |                            |
| 3. Street Address Principal Business Office<br><b>3200 W Wilshire Blvd.</b>                                                                 |                    | City<br><b>Oklahoma City</b>                                             | State<br><b>OK</b>           | Zip<br><b>73116</b>        |
| 4. Business Phone No.<br><b>(405) 843-2745</b>                                                                                              |                    | 5. State of Incorporation<br><b>DELAWARE</b>                             |                              | 6. SIC Code<br><b>8888</b> |
| 7. Brief Description of the Character of Business Conducted in Rhode Island<br><b>MOTOR CLUB</b>                                            |                    |                                                                          |                              |                            |
| 8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS           |                    |                                                                          |                              |                            |
| President Name<br><b>David K Kircher</b>                                                                                                    |                    | Vice President Name                                                      |                              |                            |
| Street Address<br><b>3200 W Wilshire Blvd.</b>                                                                                              |                    | Street Address                                                           |                              |                            |
| City<br><b>Oklahoma City</b>                                                                                                                | State<br><b>OK</b> | Zip<br><b>73116</b>                                                      | City                         | State                      |
| Secretary Name<br><b>Larry K Melton</b>                                                                                                     |                    | Treasurer Name<br><b>Larry K Melton</b>                                  |                              |                            |
| Street Address<br><b>3200 W Wilshire Blvd.</b>                                                                                              |                    | Street Address<br><b>3200 W Wilshire Blvd.</b>                           |                              |                            |
| City<br><b>Oklahoma City</b>                                                                                                                | State<br><b>OK</b> | Zip<br><b>73116</b>                                                      | City<br><b>Oklahoma City</b> | State<br><b>OK</b>         |
| 9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS          |                    |                                                                          |                              |                            |
| Director Name<br><b>Virgil W Coffee</b>                                                                                                     |                    | Director Name<br><b>David K Kircher</b>                                  |                              |                            |
| Street Address<br><b>3200 W Wilshire Blvd.</b>                                                                                              |                    | Street Address<br><b>3200 W Wilshire Blvd.</b>                           |                              |                            |
| City<br><b>Oklahoma City</b>                                                                                                                | State<br><b>OK</b> | Zip<br><b>73116</b>                                                      | City<br><b>Oklahoma City</b> | State<br><b>OK</b>         |
| Director Name                                                                                                                               |                    | Director Name                                                            |                              |                            |
| Street Address                                                                                                                              |                    | Street Address                                                           |                              |                            |
| City                                                                                                                                        | State              | Zip                                                                      | City                         | State                      |
| 10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> |                    |                                                                          |                              |                            |
| AUTHORIZED SHARES                                                                                                                           |                    | ISSUED SHARES                                                            |                              |                            |
| Number of Shares                                                                                                                            | Class/Series       | Par Value                                                                | Number of Shares             | Class/Series               |
| <b>10,000 COMM \$1.00 PAR VALUE</b>                                                                                                         |                    |                                                                          | <b>25,000</b>                | <b>Common</b>              |
|                                                                                                                                             |                    |                                                                          |                              |                            |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 4 5 5 9 \*

File Date 3/4/04  
Check No. 027060  
By: 18

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer David K Kircher Date 2/27/04  
Print or Type Name of Officer  
President  
Title of Officer



STATE OF RHODE ISLAND  
AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State

Edward S. Inman, III, Secretary of State  
Corporations Division  
100 North Main Street, Providence, RI 02903-1335  
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No.

24559

2. Name of Corporation

MOTOR CLUB OF AMERICA ENTERPRISES, INC.

3. Street Address Principal Business Office

3200 W Wilshire Blvd.

City

Oklahoma City

State

OK

Zip

73116

4. Business Phone No.

(405) 843-2745

5. State of Incorporation

DELAWARE

6. SIC Code

8888

7. Brief Description of the Character of Business Conducted in Rhode Island

Motor Club

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

David K Kircher

Vice President Name

Street Address

3200 W Wilshire Blvd.

Street Address

City

State

Zip

Oklahoma City

OK

73116

City

State

Zip

Secretary Name

Larry Kent Melton

Treasurer Name

Larry Kent Melton

Street Address

3200 W Wilshire Blvd.

Street Address

3200 W Wilshire Blvd.

City

State

Zip

Oklahoma City

OK

73116

City

State

Zip

Oklahoma City

OK

73116

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

Virgil W Coffee

Director Name

David K Kircher

Street Address

3200 W Wilshire Blvd.

Street Address

3200 W Wilshire Blvd.

City

State

Zip

Oklahoma City

OK

73116

City

State

Zip

Oklahoma City

OK

73116

Director Name

Larry Kent Melton

Director Name

Street Address

3200 W Wilshire Blvd.

Street Address

City

State

Zip

Oklahoma City

OK

73116

City

State

Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES

ISSUED SHARES

Number of Shares

Class/Series

Par Value

10,000 COMM \$1.00 PAR VALUE

Number of Shares

Class/Series

Par Value

25,000

Common

1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 4 5 5 9 \*

4-17-03

File Date: \_\_\_\_\_

Check No.: 25693

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] February 21, 2003  
Signature of Officer Date

David K Kircher  
Print or Type Name of Officer

President

Title of Officer

5

Form 630 12/02



STATE OF RHODE ISLAND  
AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State

Edward S. Inman, III, Secretary of State  
Corporations Division  
100 North Main Street, Providence, RI 02903-1335  
401-222-3040



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 24559 2. Name of Corporation MOTOR CLUB OF AMERICA ENTERPRISES, INC.  
3. Street Address Principal Business Office City State Zip  
3200 W Wilshire Blvd. Oklahoma City OK 73116  
4. Business Phone No. (405) 843-2745 5. State of Incorporation DELAWARE 6. SIC Code 8888  
7. Brief Description of the Character of Business Conducted in Rhode Island

Motor Club

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name David K Kircher Vice President Name  
Street Address Street Address  
3200 W Wilshire Blvd. City State Zip  
Oklahoma City OK 73116  
Secretary Name Larry K Melton Treasurer Name  
Street Address Street Address  
3200 W Wilshire Blvd. City State Zip  
Oklahoma City OK 73116

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name Virgil W Coffee Director Name David K Kircher  
Street Address Street Address  
3200 W Wilshire Blvd. City State Zip  
Oklahoma City OK 73116  
Director Name Larry K Melton Director Name  
Street Address Street Address  
3200 W Wilshire Blvd. City State Zip  
Oklahoma City, OK 73116

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
10,000 COMM \$1.00 PAR VALUE

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES  
Number of Shares Class/Series Par Value  
100,000 Common 1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 4 5 5 9 \*

File Date: 4-22-02  
Check No: 024056  
By: KML

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer February 28, 2002  
Date

David K Kircher  
Print or Type Name of Officer

President

Title of Officer



STATE OF RHODE ISLAND  
AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State

Corporations Division  
100 North Main Street, Providence, RI 02903-1335  
401-222-3040



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **24559** 2. Name of Corporation **MOTOR CLUB OF AMERICA ENTERPRISES, INC.**

3. Street Address Principal Business Office City State Zip  
**3200 W Wilshire Blvd. Oklahoma City OK 73116**  
4. Business Phone No. 5. State of Incorporation  
**(405) 843-2745 DELAWARE** 6. SIC Code **8888**

7. Brief Description of the Character of Business Conducted in Rhode Island

**Motor Club**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

|                                                                                                                                               |                                                                                                                                              |
|-----------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------|
| President Name<br><b>David K Kircher</b><br>Street Address<br><b>3200 W Wilshire Blvd.</b><br>City State Zip<br><b>Oklahoma City OK 73116</b> | Vice President Name<br><br>Street Address<br><br>City State Zip<br><br>                                                                      |
| Secretary Name<br><b>Larry K Melton</b><br>Street Address<br><b>3200 W Wilshire Blvd.</b><br>City State Zip<br><b>Oklahoma City OK 73116</b>  | Treasurer Name<br><b>Larry K Melton</b><br>Street Address<br><b>3200 W Wilshire Blvd.</b><br>City State Zip<br><b>Oklahoma City OK 73116</b> |

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

|                                                                                                                                              |                                                                                                                                              |
|----------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------|
| Director Name<br><b>Virgil W Coffee</b><br>Street Address<br><b>3200 W Wilshire Blvd.</b><br>City State Zip<br><b>Oklahoma City OK 73116</b> | Director Name<br><b>David K Kircher</b><br>Street Address<br><b>3200 W Wilshire Blvd.</b><br>City State Zip<br><b>Oklahoma City OK 73116</b> |
| Director Name<br><b>Larry K Melton</b><br>Street Address<br><b>3200 W Wilshire Blvd.</b><br>City State Zip<br><b>Oklahoma City OK 73116</b>  | Director Name<br><br>Street Address<br><br>City State Zip<br><br>                                                                            |

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

| AUTHORIZED SHARES |              |           |
|-------------------|--------------|-----------|
| Number of Shares  | Class/Series | Par Value |
| 10,000            | Common       | 1.00      |

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

| ISSUED SHARES    |              |           |
|------------------|--------------|-----------|
| Number of Shares | Class/Series | Par Value |
| 25,000           | Common       | 1.00      |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 4 5 5 9 \*

File Date: 3/1

Check No.: 21802

By: CKH

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

David K Kircher February 23, 2001  
Signature of Officer Date

David K Kircher, President  
Print or Type Name of Officer

Title of Officer



STATE OF RHODE ISLAND  
AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State

James R. Langevin, Secretary of State  
Corporations Division  
100 North Main Street, Providence, RI 02903-1335  
401-222-3040



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 24559 2. Name of Corporation MOTOR CLUB OF AMERICA ENTERPRISES, INC.  
3. Street Address Principal Business Office 3200 W Wilshire Blvd. City Oklahoma State Oklahoma Zip 73116  
4. Business Phone No. (405) 843-2745 5. State of Incorporation DELAWARE 6. SIC Code

7. Brief Description of the Character of Business Conducted in Rhode Island  
Motor Club

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name David K Kircher Vice President Name  
Street Address 3200 W Wilshire Blvd. Street Address  
City Oklahoma City State OK Zip 73116 City State Zip  
Secretary Name Larry K Melton Treasurer Name Larry K Melton  
Street Address 3200 W Wilshire Blvd. Street Address 3200 W Wilshire Blvd.  
City Oklahoma City State OK Zip 73116 City Oklahoma City State OK Zip 73116

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Virgil W Coffee Director Name David K Kircher  
Street Address 3200 W Wilshire Blvd. Street Address 3200 W Wilshire Blvd.  
City Oklahoma City State OK Zip 73116 City Oklahoma City State OK Zip 73116  
Director Name Larry K Melton Director Name  
Street Address 3200 W Wilshire Blvd. Street Address  
City Oklahoma City State OK Zip 73116 City State Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
10,000 Common \$1.00

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES  
Number of Shares Class/Series Par Value  
25,000 Common \$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 4 5 5 9 \*

File Date: 2-17-00

Check No.: 19103

By: AMF

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer February 11, 2000 Date

David K Kircher  
Print or Type Name of Officer

President

Title of Officer



STATE OF RHODE ISLAND  
AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State

James R. Langevin, Secretary of State  
Corporations Division  
100 North Main Street, Providence, RI 02903-1335  
401-222-3040



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

|                                                                                                                 |                    |                                                                          |                            |
|-----------------------------------------------------------------------------------------------------------------|--------------------|--------------------------------------------------------------------------|----------------------------|
| 1. Corporate ID No.<br><b>24559</b>                                                                             |                    | 2. Name of Corporation<br><b>MOTOR CLUB OF AMERICA ENTERPRISES, INC.</b> |                            |
| 3. Street Address Principal Business Office<br><b>3200 W Wilshire Blvd.</b>                                     |                    | City<br><b>Oklahoma City</b>                                             | State<br><b>OK</b>         |
| 4. Business Phone No.<br><b>(405) 843-2745</b>                                                                  |                    | 5. State of Incorporation<br><b>DELAWARE</b>                             | 6. SIC Code<br><b>0000</b> |
| 7. Brief Description of the Character of Business Conducted in Rhode Island<br><b>Motor Club</b>                |                    |                                                                          |                            |
| 8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) <b>FILL IN SPACES BEFORE USING ATTACHMENTS</b>  |                    |                                                                          |                            |
| President Name<br><b>David K Kircher</b>                                                                        |                    | Vice President Name<br><b>N/A</b>                                        |                            |
| Street Address<br><b>3200 W Wilshire Blvd.</b>                                                                  |                    | Street Address                                                           |                            |
| City<br><b>Oklahoma City</b>                                                                                    | State<br><b>OK</b> | City                                                                     | State                      |
| Zip<br><b>73116</b>                                                                                             |                    | Zip                                                                      |                            |
| Secretary Name<br><b>Larry K Melton</b>                                                                         |                    | Treasurer Name<br><b>Larry K. Melton</b>                                 |                            |
| Street Address<br><b>3200 W Wilshire Blvd.</b>                                                                  |                    | Street Address<br><b>3200 W Wilshire Blvd.</b>                           |                            |
| City<br><b>Oklahoma City</b>                                                                                    | State<br><b>OK</b> | City<br><b>Oklahoma City</b>                                             | State<br><b>OK</b>         |
| Zip<br><b>73116</b>                                                                                             |                    | Zip<br><b>73116</b>                                                      |                            |
| 9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) <b>FILL IN SPACES BEFORE USING ATTACHMENTS</b> |                    |                                                                          |                            |
| Director Name<br><b>Virgil W Coffee</b>                                                                         |                    | Director Name                                                            |                            |
| Street Address<br><b>3200 W Wilshire Blvd.</b>                                                                  |                    | Street Address                                                           |                            |
| City<br><b>Oklahoma City</b>                                                                                    | State<br><b>OK</b> | City                                                                     | State                      |
| Zip<br><b>73116</b>                                                                                             |                    | Zip                                                                      |                            |
| Director Name                                                                                                   |                    | Director Name                                                            |                            |
| Street Address                                                                                                  |                    | Street Address                                                           |                            |
| City                                                                                                            | State              | City                                                                     | State                      |
| Zip                                                                                                             |                    | Zip                                                                      |                            |
| 10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)                                                                  |                    | 11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)                               |                            |
| AUTHORIZED SHARES                                                                                               |                    | ISSUED SHARES                                                            |                            |
| Number of Shares                                                                                                | Class/Series       | Number of Shares                                                         | Class/Series               |
| 100,000                                                                                                         | Common             | 25,000                                                                   | Common                     |
| Par Value                                                                                                       |                    | Par Value                                                                |                            |
| \$1.00                                                                                                          |                    | \$1.00                                                                   |                            |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 4 5 5 9 \*

File Date: 02-08-99

Check No.: 016217

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] January 20, 1999  
Signature of Officer Date

David K Kircher  
Print or Type Name of Officer

President  
Title of Officer



STATE OF RHODE ISLAND  
AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State

James R. Langevin, Secretary of State  
Corporations Division  
100 North Main Street, Providence, RI 02903-1335  
401-277-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR **1998**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **24559** 2. Name of Corporation **MOTOR CLUB OF AMERICA ENTERPRISES, INC.**  
3. Street Address Principal Business Office **3200 W WILSHIRE BLVD** City **OKLAHOMA CITY** State **OK** Zip **73116**  
4. Business Phone No. **(405) 843-2745** 5. State of Incorporation **DELAWARE** 6. SIC Code **8888**  
7. Brief Description of the Character of Business Conducted in Rhode Island

**MOTOR CLUB**

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)

President Name **DAVID K KIRCHER** Vice President Name **N/A**  
Street Address **3200 W WILSHIRE BLVD** Street Address  
City **OKLAHOMA CITY** State **OK** Zip **73116** City **OKLAHOMA CITY** State **OK** Zip **73116**  
Secretary Name **LARRY KENT MELTON** Treasurer Name **LARRY KENT MELTON**  
Street Address **3200 W WILSHIRE BLVD** Street Address **3200 W WILSHIRE BLVD**  
City **OKLAHOMA CITY** State **OK** Zip **73116** City **OKLAHOMA CITY** State **OK** Zip **73116**

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)

Director Name **VIRGIL W COFFEE** Director Name  
Street Address **3200 W WILSHIRE BLVD** Street Address  
City **OKLAHOMA CITY** State **OK** Zip **73116** City **OKLAHOMA CITY** State **OK** Zip **73116**  
Director Name **VIRGIL W COFFEE** Director Name  
Street Address **3200 W WILSHIRE BLVD** Street Address  
City **OKLAHOMA CITY** State **OK** Zip **73116** City **OKLAHOMA CITY** State **OK** Zip **73116**

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

| AUTHORIZED SHARES |              |           |
|-------------------|--------------|-----------|
| Number of Shares  | Class/Series | Par Value |
| 100,000           | COMMON       | \$1.00    |

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

| ISSUED SHARES    |              |           |
|------------------|--------------|-----------|
| Number of Shares | Class/Series | Par Value |
| 25,000           | COMMON       | \$1.00    |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: **2.20.98**  
Check No.: **13416**  
By: **10P**  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer **DAVID K KIRCHER** Date **2/23/98**  
Print or Type Name of Officer  
Title of Officer **PRESIDENT**



STATE OF RHODE ISLAND  
AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State

James R. Langevin, Secretary of State  
Corporations Division  
100 North Main Street, Providence, RI 02903-1335  
401-277-3040



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

2. Name of Corporation

24559

MOTOR CLUB OF AMERICA ENTERPRISES, INC.

3. Street Address Principal Business Office

City

State

Zip

3200 W. Wilshire Blvd.

Oklahoma City

OK

73116

4. Business Phone No.

5. State of Incorporation

6. SIC Code

(405) 843-2745

DELAWARE

07653 8888

7. Brief Description of the Character of Business Conducted in Rhode Island

Motor Club and related activities

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)

President Name

Vice President Name

David K. Kircher

Street Address

Street Address

3200 W. Wilshire Blvd.

City

State

Zip

City

State

Zip

Oklahoma City

OK

73116

Secretary Name

Treasurer Name

Larry K. Melton

Larry K. Melton

Street Address

Street Address

3200 W Wilshire Blvd.

City

State

Zip

City

State

Zip

Oklahoma City

OK

73116

Oklahoma City

OK

73116

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)

Director Name

Director Name

Virgil W. Coffee

David K. Kircher

Street Address

Street Address

3200 W. Wilshire Blvd.

3200 W. Wilshire Blvd

City

State

Zip

City

State

Zip

Oklahoma City

OK

73116

Oklahoma City

OK

73116

Director Name

Director Name

Larry W. Melton

Street Address

Street Address

3200 W. Wilshire Blvd.

City

State

Zip

City

State

Zip

Oklahoma City

OK

73116

10. SHARES AUTHORIZED AND ISSUED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

ISSUED SHARES

Number of Shares

Class/Series

Par Value

Number of Shares

Class/Series

Par Value

100,000

Common

\$1.00

25,000

Common

\$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 2 4 5 5 9 \*

File Date: 04/3/97

Check No.: 10227

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

Date

David K. Kircher

Print or Type Name of Officer

President

02/28/97

Title of Officer

# PROFIT CORPORATION ANNUAL REPORT

## 1996



State of Rhode Island and Providence Plantations  
James R. Langevin, Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1  
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

|                                                                                                                         |                       |                                                                          |                                                  |                      |                            |
|-------------------------------------------------------------------------------------------------------------------------|-----------------------|--------------------------------------------------------------------------|--------------------------------------------------|----------------------|----------------------------|
| 1. CORPORATE ID NO.<br><b>24559</b>                                                                                     |                       | 2. NAME OF CORPORATION<br><b>MOTOR CLUB OF AMERICA ENTERPRISES, INC.</b> |                                                  |                      |                            |
| 3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE<br><b>95 Route 17 South</b>                                                 |                       |                                                                          | CITY<br><b>Paramus</b>                           | STATE<br><b>N.J.</b> | ZIP CODE<br><b>07653</b>   |
| 4. BUSINESS PHONE NO.<br><b>(201) 291-2000</b>                                                                          |                       | 5. STATE OF INCORPORATION<br><b>DELAWARE</b>                             |                                                  |                      | 6. SIC CODE<br><b>8888</b> |
| 7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND<br><b>Motor Club and related activities</b> |                       |                                                                          |                                                  |                      |                            |
| <b>8. NAMES AND ADDRESSES OF THE OFFICERS</b>                                                                           |                       |                                                                          |                                                  |                      |                            |
| PRESIDENT NAME<br><b>Stephen A. Gilbert</b>                                                                             |                       |                                                                          | VICE PRESIDENT NAME<br><b>Patrick J. Haveron</b> |                      |                            |
| STREET ADDRESS<br><b>95 Route 17 South</b>                                                                              |                       |                                                                          | STREET ADDRESS<br><b>95 Route 17 South</b>       |                      |                            |
| CITY<br><b>Paramus</b>                                                                                                  | STATE<br><b>N.J.</b>  | ZIP CODE<br><b>07653</b>                                                 | CITY<br><b>Paramus</b>                           | STATE<br><b>N.J.</b> | ZIP CODE<br><b>07653</b>   |
| SECRETARY NAME<br><b>Peter K. Barbano</b>                                                                               |                       |                                                                          | TREASURER NAME<br><b>Norma Rodriguez</b>         |                      |                            |
| STREET ADDRESS<br><b>95 Route 17 South</b>                                                                              |                       |                                                                          | STREET ADDRESS<br><b>95 Route 17 South</b>       |                      |                            |
| CITY<br><b>Paramus</b>                                                                                                  | STATE<br><b>N.J.</b>  | ZIP CODE<br><b>07653</b>                                                 | CITY<br><b>Paramus</b>                           | STATE<br><b>N.J.</b> | ZIP CODE<br><b>07653</b>   |
| <b>9. NAMES AND ADDRESSES OF THE DIRECTORS</b>                                                                          |                       |                                                                          |                                                  |                      |                            |
| DIRECTOR NAME<br><b>Archer McWhorter</b>                                                                                |                       |                                                                          | DIRECTOR NAME<br><b>Patrick J. Haveron</b>       |                      |                            |
| STREET ADDRESS<br><b>1600 Smith Street</b>                                                                              |                       |                                                                          | STREET ADDRESS<br><b>95 Route 17 South</b>       |                      |                            |
| CITY<br><b>Houston</b>                                                                                                  | STATE<br><b>Texas</b> | ZIP CODE<br><b>77002</b>                                                 | CITY<br><b>Paramus</b>                           | STATE<br><b>N.J.</b> | ZIP CODE<br><b>07653</b>   |
| DIRECTOR NAME<br><b>Stephen A. Gilbert</b>                                                                              |                       |                                                                          | DIRECTOR NAME<br><b>Robert S. Fried</b>          |                      |                            |
| STREET ADDRESS<br><b>95 Route 17 South</b>                                                                              |                       |                                                                          | STREET ADDRESS<br><b>12 Luddington Terrace</b>   |                      |                            |
| CITY<br><b>Paramus</b>                                                                                                  | STATE<br><b>N.J.</b>  | ZIP CODE<br><b>07653</b>                                                 | CITY<br><b>West Orange</b>                       | STATE<br><b>N.J.</b> | ZIP CODE<br><b>07052</b>   |
| <b>10. SHARES AUTHORIZED AND ISSUED</b>                                                                                 |                       |                                                                          |                                                  |                      |                            |
| <b>AUTHORIZED SHARES</b>                                                                                                |                       |                                                                          | <b>ISSUED SHARES</b>                             |                      |                            |
| NUMBER OF SHARES                                                                                                        | CLASS / SERIES        | PAR VALUE                                                                | NUMBER OF SHARES                                 | CLASS / SERIES       | PAR VALUE                  |
| 100,000                                                                                                                 | Common                | \$1.00                                                                   | 25,000                                           | Common               | \$1.00                     |
|                                                                                                                         |                       |                                                                          |                                                  |                      |                            |
|                                                                                                                         |                       |                                                                          |                                                  |                      |                            |

This report must be **SIGNED IN INK** by either the  
President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

**Stephen A. Gilbert**

Print or Type Name of Officer

**President & General Counsel**

Title of Officer

**2/20/96**

Date

File Date:

Check No:

By:

For Secretary of State Use Only

|                        |                                                      |                                                            |
|------------------------|------------------------------------------------------|------------------------------------------------------------|
| Archer McWhorter       | 1600 Smith Street<br>Houston, Texas 77002            | Chairman of the Board<br>and Director                      |
| Stephen A. Gilbert     | 95 Route 17 South<br>Paramus, New Jersey 07653       | President and<br>Director                                  |
| Peter K. Barbano       | 95 Route 17 South<br>Paramus, New Jersey 07653       | Secretary                                                  |
| Norma Rodriguez        | 95 Route 17 South<br>Paramus, New Jersey 07653       | Treasurer                                                  |
| Theodore Green         | 95 Route 17 South<br>Paramus, New Jersey 07653       | Vice President                                             |
| Patrick J. Haveron     | 95 Route 17 South<br>Paramus, New Jersey 07653       | Vice President, Chief<br>Financial Officer and<br>Director |
| George Meyers          | 95 Route 17 South<br>Paramus, New Jersey 07653       | Vice President                                             |
| G. Bruce Patterson     | 95 Route 17 South<br>Paramus, New Jersey 07653       | Vice President                                             |
| Charles Pelosi         | 95 Route 17 South<br>Paramus, New Jersey 07653       | Vice President                                             |
| Myron Rogow            | 95 Route 17 South<br>Paramus, New Jersey 07653       | Vice President                                             |
| Robert S. Fried        | 12 Luddington Terrace<br>West Orange, N.J. 07052     | Director                                                   |
| Prof. Malcolm Galatin  | 20 Ravine Road<br>Tenafly, N.J. 07670                | Director                                                   |
| William E. Lobeck, Jr. | 7700 France Ave. South<br>Minneapolis, MN 55435      | Director                                                   |
| Alvin E. Swanner       | 28 Chateau Haut Brion St.<br>Kenner, Louisiana 70065 | Director                                                   |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075            | Director                                                   |

Filing Fee \$50.00  
Payable to:  
Secretary of State

PLEASE TYPE or PRINT *CP#008898*  
State of Rhode Island and Providence Plantations  
Office of The Secretary of State  
100 North Main Street  
Providence, Rhode Island 02903-1335  
401-277-3040

File Annually  
LLC: Sept. 1 - Nov. 1  
CORP Jan. 1 - March 1

Corporate ID: 24559 Annual Report for the year: 1995

Name of Business Entity: Motor Club of America Enterprises, Inc.

Business entity organized under the laws of the State of: Delaware

Federal Taxpayer Identification Number: [REDACTED]

For foreign entity, address and telephone number of principal office:

1209 Orange Street

Wilmington, Delaware 19901

Phone: ( )

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

None

Phone: ( )

Business Entity is (check one)

- ☒ Business Corporation (See RIGL Chapter 7-1.1)  
☐ Professional Service Corporation (See RIGL Chapter 7-5.1)  
☐ Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed:

Stephen A. Gilbert,

President & General Counsel

484 Central Avenue

Newark, New Jersey 07107

Brief statement of the character of business conducted in Rhode Island:

Motor Club and related activities

Date of Organization: November 4, 1968

Date of Qualification to do business in Rhode Island (if foreign entity):  
August 30, 1973

THE NAMES OF THE OFFICERS ARE:

|                                                                                                                                                       | STREET ADDRESS            | CITY/STATE                | ZIP CODE     |
|-------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|---------------------------|--------------|
| <input checked="" type="checkbox"/> CHIEF EXECUTIVE OFFICER OR <input checked="" type="checkbox"/> PRESIDENT (Check One)<br><u>Stephen A. Gilbert</u> | <u>484 Central Avenue</u> | <u>Newark, New Jersey</u> | <u>07107</u> |
| <input type="checkbox"/> CHIEF OPERATING OFFICER OR <input type="checkbox"/> VICE PRESIDENT (Check One)                                               | " " "                     | " " "                     | " "          |
| <input type="checkbox"/> CUSTODIAN OF RECORDS OR <input type="checkbox"/> SECRETARY (Check One)                                                       | " " "                     | " " "                     | " "          |
| <input type="checkbox"/> CHIEF FINANCIAL OFFICER OR <input checked="" type="checkbox"/> TREASURER (Check One)                                         | " " "                     | " " "                     | " "          |
| <u>Norma Rodriguez</u>                                                                                                                                | " " "                     | " " "                     | " "          |

THE NAMES OF THE DIRECTORS ARE:

| NAME                      | STREET ADDRESS | CITY/STATE | ZIP CODE |
|---------------------------|----------------|------------|----------|
| <u>See attached sheet</u> |                |            |          |
|                           |                |            |          |
|                           |                |            |          |

NUMBER OF SHARES AUTHORIZED (If Applicable)

NUMBER 100,000

CLASS Common

SERIES

PAR VALUE OR \$1.00  
WITHOUT PAR

NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)

NUMBER 25,000

CLASS Common

SERIES

PAR VALUE OR \$1.00  
WITHOUT PAR

Date February 2, 19 95

By: [Signature]

Stephen A. Gilbert

PRINT OR TYPE NAME OF OFFICER SIGNING

President & General Counsel

TITLE OF OFFICER SIGNING

Form 31 1/84

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

|                        |                                                    |                                                            |
|------------------------|----------------------------------------------------|------------------------------------------------------------|
| Archer McWhorter       | 1600 Smith Street<br>Houston, Texas 77002          | Chairman of the Board<br>and Director                      |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | President and<br>Director                                  |
| Peter K. Barbano       | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                                                  |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                                                  |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                                             |
| Theodore Green         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                                             |
| Patrick J. Haveron     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President, Chief<br>Financial Officer and<br>Director |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                                             |
| G. Bruce Patterson     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                                             |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                                             |
| Myron Rogow            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                                             |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                                             |
| Robert S. Fried        | 12 Luddington Terrace<br>West Orange, N.J. 07052   | Director                                                   |
| Prof. Malcolm Galatin  | 20 Ravine Road<br>Tenafly, N.J. 07670              | Director                                                   |
| William E. Lobeck, Jr. | 1132 So. Lewis<br>Tulsa, Oklahoma 74104            | Director                                                   |
| Alvin E. Swanner       | 740 Baronne Street<br>New Orleans, Louisiana 70113 | Director                                                   |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075          | Director                                                   |

Filing Fee \$50.00  
Payable to:  
Secretary of State

PLEASE TYPE or PRINT  
State of Rhode Island and Providence Plantations  
Office of The Secretary of State  
100 North Main Street  
Providence, Rhode Island 02903-1335  
401-277-3040

File Annually  
LLC: Sept. 1 - Nov. 1  
CORP. Jan. 1 - March 1

Corporate ID: 24559 Annual Report for the year: 1994

Name of Business Entity: Motor Club of America Enterprises, Inc.

Business entity organized under the laws of the State of Delaware

Federal Taxpayer Identification Number [REDACTED]

For foreign entity, address and telephone number of principal office:

1209 Orange Street

Wilmington, Delaware 19901

Phone: ( )

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

None

Phone: ( )

Business Entity is (check one)

- ☒ Business Corporation (See RIGL Chapter 7-1.1)  
☐ Professional Service Corporation (See RIGL Chapter 7-5.1)  
☐ Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed:

Stephen A. Gilbert

Exec. Vice President & General Counsel

484 Central Avenue

Newark, New Jersey 07107

Brief statement of the character of business conducted in Rhode Island:

Motor Club and related activities

Date of Organization: November 4, 1968

Date of Qualification to do business in Rhode Island (if foreign entity):

August 30, 1973

THE NAMES OF THE OFFICERS ARE:

| NAME                                                                                                                                                       | STREET ADDRESS            | CITY/STATE                | ZIP CODE     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|---------------------------|--------------|
| <input type="checkbox"/> CHIEF EXECUTIVE OFFICER OR <input checked="" type="checkbox"/> PRESIDENT (Check One)<br><u>Robert E. Dennis</u>                   | <u>484 Central Avenue</u> | <u>Newark, New Jersey</u> | <u>07107</u> |
| <input checked="" type="checkbox"/> CHIEF FINANCIAL OFFICER OR <input checked="" type="checkbox"/> VICE PRESIDENT (Check One)<br><u>Stephen A. Gilbert</u> | <u>484 Central Avenue</u> | <u>Newark, New Jersey</u> | <u>07107</u> |
| <input type="checkbox"/> CLERK OF RECORDS OR <input checked="" type="checkbox"/> SECRETARY (Check One)<br><u>Peter K. Barbano</u>                          | <u>" " "</u>              | <u>" " "</u>              | <u>" "</u>   |
| <input type="checkbox"/> CHIEF FINANCIAL OFFICER OR <input checked="" type="checkbox"/> TREASURER (Check One)<br><u>Norma Rodriguez</u>                    | <u>" " "</u>              | <u>" " "</u>              | <u>" "</u>   |

THE NAMES OF THE DIRECTORS ARE:

| NAME                      | STREET ADDRESS | CITY/STATE | ZIP CODE |
|---------------------------|----------------|------------|----------|
| <u>See attached sheet</u> |                |            |          |
|                           |                |            |          |
|                           |                |            |          |

NUMBER OF SHARES AUTHORIZED (If Applicable)

NUMBER 100,000

CLASS Common

SERIES

PAR VALUE OR  
WITHOUT PAR \$1.00

NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)

NUMBER 25,000

CLASS Common

SERIES

PAR VALUE OR  
WITHOUT PAR \$1.00

Date February 10, 19 94

By Stephen A. Gilbert  
PRINT OR TYPE NAME OF OFFICER SIGNING

Executive Vice President & General Counsel

TITLE OF OFFICER SIGNING

Form 31 1994

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

|                        |                                                    |                                        |
|------------------------|----------------------------------------------------|----------------------------------------|
| Archer McWhorter       | 1600 Smith Street<br>Houston, Texas 77002          | Chairman of the Board<br>and Director  |
| Robert E. Dennis       | 484 Central Avenue<br>Newark, New Jersey 07107     | President<br>and Director              |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | Exec. Vice President<br>and Director   |
| Peter K. Barbano       | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                              |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                              |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Theodore Green         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Patrick J. Haveron     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President,<br>Controller          |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| G. Bruce Patterson     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Myron Rogow            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Robert S. Fried        | 12 Luddington Terrace<br>West Orange, N.J. 07052   | Director                               |
| William E. Lobeck, Jr. | 1132 So. Lewis<br>Tulsa, Oklahoma 74104            | Director                               |
| James R. Phillion      | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                               |
| Alvin E. Swanner       | 740 Baronne Street<br>New Orleans, Louisiana 70113 | Vice Chairman of Board<br>and Director |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075          | Director                               |
| Steven B. Hildebrand   | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                               |

## State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 24559 Annual Report for the year 1993

FIRST: The name of the corporation is Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and related activities

FOURTH: If foreign corporation, address of its principal office 1209 Orange Street

Wilmington, Delaware 19901

FIFTH: Business address in Rhode Island None

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

See attached sheet

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

100,000

Common

\$1.00

Rec'd &amp; Filed

CC# 6871

FEB 11 1993

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

25,000

Common

\$1.00

Dated February 5, 19 93

Motor Club of America Enterprises, Inc.

(Name of Corporation)

By

Robert E. Dennis

(Report must be signed by an officer)

Title President

|                        |                                                    |                                        |
|------------------------|----------------------------------------------------|----------------------------------------|
| Archer McWhorter       | 1919 Smith Street<br>Houston, Texas 77002          | Chairman of the Board<br>and Director  |
| Robert E. Dennis       | 484 Central Avenue<br>Newark, New Jersey 07107     | President and<br>Director              |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | Exec. Vice President<br>and Director   |
| Doris Greeley          | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                              |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                              |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Theodore Green         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Patrick J. Haveron     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President -<br>Controller         |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| G. Bruce Patterson     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Myron Rogow            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                         |
| Robert S. Fried        | 12 Luddington Terrace<br>West Orange, N.J. 07052   | Director                               |
| William E. Lobeck, Jr. | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                               |
| James R. Phillion      | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                               |
| Alvin E. Swanner       | 740 Baronne Street<br>New Orleans, Louisiana 70113 | Vice Chairman of Board<br>and Director |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075          | Director                               |
| Steven B. Hildebrand   | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                               |

Filing Fee \$50.00

To be filed annually between 3/1  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

CC-1/002028

Corporate ID 24559 Annual Report for the year 1992

FIRST: The name of the corporation is Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and related activities

FOURTH: If foreign corporation, address of its principal office 1209 Orange Street  
Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island None

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

Director

See attached sheet

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

100,000

Common

\$1.00

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

25,000

Common

\$1.00

Dated February 18, 1992

Motor Club of America Enterprises, Inc.  
(Name of Corporation)

By

Robert E. Dennis

Title

President

(Report must be signed by an officer)

|                        |                                                    |                                       |
|------------------------|----------------------------------------------------|---------------------------------------|
| Archer McWhorter       | 1919 Smith Street<br>Houston, Texas 77002          | Chairman of the Board<br>and Director |
| Robert E. Dennis       | 484 Central Avenue<br>Newark, New Jersey 07107     | President and<br>Director             |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | Exec. Vice President<br>and Director  |
| Robert Fried           | 484 Central Avenue<br>Newark, New Jersey 07107     | Sr. Vice President<br>and Director    |
| Doris Greeley          | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                             |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                             |
| Joseph DiJulio         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Theodore Green         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Patrick J. Haveron     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President -<br>Controller        |
| Soren N.S. Laursen     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Carmine Molinari       | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| G. Bruce Patterson     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Myron Rogow            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| William E. Lobeck, Jr. | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                              |
| James R. Phillion      | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                              |
| Alvin E. Swanner       | 740 Baronne Street<br>New Orleans, Louisiana 70113 | Director                              |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075          | Director                              |
| Mark Morrisett         | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                              |

## State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 24559

Annual Report for the year 1991

FIRST: The name of the corporation is Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and related activities

FOURTH: If foreign corporation, address of its principal office 1209 Orange Street

Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island None

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

Director

See attached sheet

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

| No. of Shares | Class  | Series | Par Value or statement that shares are without par value |
|---------------|--------|--------|----------------------------------------------------------|
| 100,000       | Common |        | \$1.00                                                   |

EIGHTH: Number of Shares issued:

| No. of Shares | Class  | Series | Par Value or statement that shares are without par value |
|---------------|--------|--------|----------------------------------------------------------|
| 25,000        | Common |        | \$1.00                                                   |

PAID

FEB 8 1991

SECY OF STATE

Dated February 5, 1991 19

Motor Club of America Enterprises, Inc.  
(Name of Corporation)

By Robert E. Dennis

Title President

(Report must be signed by an officer)

|                        |                                                    |                                       |
|------------------------|----------------------------------------------------|---------------------------------------|
| Archer McWhorter       | 1919 Smith Street<br>Houston, Texas 77002          | Chairman of the Board<br>and Director |
| Robert E. Dennis       | 484 Central Avenue<br>Newark, New Jersey 07107     | President and<br>Director             |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | Exec. Vice President<br>and Director  |
| Robert Fried           | 484 Central Avenue<br>Newark, New Jersey 07107     | Sr. Vice President<br>and Director    |
| Doris Greeley          | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                             |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                             |
| Joseph DiJulio         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Theodore Green         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Patrick J. Haveron     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President -<br>Controller        |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Carmine Molinari       | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| G. Bruce Patterson     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Myron Rogow            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Joseph Roznoy          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Robert Smith           | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| William E. Lobeck, Jr. | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                              |
| James R. Phillion      | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                              |
| Alvin E. Swanner       | 740 Baronne Street<br>New Orleans, Louisiana 70113 | Director                              |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075          | Director                              |
| Mark Morrisett         | 5330 East 31st Street<br>Tulsa, Oklahoma 74135     | Director                              |

PAID

FEB 8 1991

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Filing Fee \$15.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....24559.....

Annual Report for the year.....1990.....

FIRST: The name of the corporation is.....Motor Club of America Enterprises, Inc.....

SECOND: It is incorporated under the laws of.....Delaware.....

THIRD: Character of business, briefly stated, is.....motor club and related activities.....

FOURTH: If foreign corporation, address of its principal office.....

.....1209 Orange Street, Wilmington, Delaware 19801.....

FIFTH: Business address in Rhode Island.....None.....

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

Director

See attached sheet Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

100,000

Common

\$1.00

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

25,000

Common

\$1.00

Dated February 27, 1990

Motor Club of America Enterprises, Inc.

(Name of Corporation)

By

Robert E. Dennis  
President

Robert E. Dennis

Title

(Report must be signed by an officer)

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SECY. OF STATE

|                        |                                                    |                                       |
|------------------------|----------------------------------------------------|---------------------------------------|
| Archer McWhorter       | 1919 Smith Street<br>Houston, Texas 77002          | Chairman of the Board<br>and Director |
| Robert E. Dennis       | 484 Central Avenue<br>Newark, New Jersey 07107     | President and<br>Director             |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | Exec. Vice President<br>and Director  |
| Robert Fried           | 484 Central Avenue<br>Newark, New Jersey 07107     | Sr. Vice President<br>and Director    |
| Doris Greeley          | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                             |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                             |
| Joseph DiJulio         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Theodore Green         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Patrick J. Haveron     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President -<br>Controller        |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Carmine Molinari       | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| G. Bruce Patterson     | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Myron Rogow            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Joseph Roznoy          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Robert Smith           | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| William E. Lobeck, Jr. | 5330 31st Street<br>Tulsa, Oklahoma 74135          | Director                              |
| James R. Phillion      | 5330 31st Street<br>Tulsa, Oklahoma 74135          | Director                              |
| Alvin E. Swanner       | 740 Baronne Street<br>New Orleans, Louisiana 70113 | Director                              |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075          | Director                              |
| Mark Morrisett         | 5330 31st Street<br>Tulsa, Oklahoma 74135          | Director                              |
| Richard W. Titterud    | 5330 31st Street<br>Tulsa, Oklahoma 74135          | Director                              |

Filing Fee \$15.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

*Seb*

Corporate ID 24559 Annual Report for the year 1989

FIRST: The name of the corporation is Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and related activities

FOURTH: If foreign corporation, address of its principal office

1209 Orange Street, Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island None

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

Director

See attached sheet

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

100,000

Common

\$1.00

PAID

FEB 13 1989

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

25,000

Common

\$1.00

SECY. OF STATE

Dated February 8, 19 89

Motor Club of America Enterprises, Inc.  
(Name of Corporation)

By Robert E. Dennis

Robert E. Dennis

Title President

(Report must be signed by an officer)

|                        |                                                    |                                       |
|------------------------|----------------------------------------------------|---------------------------------------|
| Archer McWhorter       | 1919 Smith Street<br>Houston, Texas 77002          | Chairman of the Board<br>and Director |
| Robert E. Dennis       | 484 Central Avenue<br>Newark, New Jersey 07107     | President and<br>Director             |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | Exec. Vice President<br>and Director  |
| Robert Fried           | 484 Central Avenue<br>Newark, New Jersey 07107     | Senior Vice President<br>and Director |
| Doris Greeley          | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                             |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                             |
| Joseph DiJulio         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Theodore Green         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Carminc Molinari       | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Myron Rogow            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Joseph Roznoy          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Robert Smith           | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Ernest Zito            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                        |
| Patrick J. Haveron     | 484 Central Avenue<br>Newark, New Jersey 07107     | Controller                            |
| William Green          | 484 Central Avenue<br>Newark, New Jersey 07107     | Director                              |
| David Green            | 484 Central Avenue<br>Newark, New Jersey 07107     | Director                              |
| Samuel Green           | 484 Central Avenue<br>Newark, New Jersey 07107     | Director                              |
| William E. Lobeck, Jr. | 4608 South Garnett Road<br>Tulsa, Oklahoma 74146   | Director                              |
| James R. Philion       | 4608 South Garnett Road<br>Tulsa, Oklahoma 74146   | Director                              |
| Alvin E. Swanner       | 740 Baronne Street<br>New Orleans, Louisiana 70113 | Director                              |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075          | Director                              |
| Mark Morrisett         | 4608 South Garnett Road<br>Tulsa, Oklahoma 74146   | Director                              |
| Richard W. Titterud    | 4608 South Garnett Road<br>Tulsa, Oklahoma 74146   | Director                              |

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 24559 Annual Report for the year 1988

FIRST: The name of the corporation is Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and related activities

FOURTH: If foreign corporation, address of its principal office

1209 Orange Street, Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island None

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name Office Address (including number, street, zip code)

Director

Director

See attached sheet Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 100,000       | Common |        | \$1.00                                                            |

EIGHTH: Number of Shares issued:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 25,000        | Common |        | \$1.00                                                            |

Dated February 10, 1988

Motor Club of America Enterprises, Inc.  
(Name of Corporation)

By David Green David Green

(Report must be signed by an officer)

Title President

|                        |                                                    |                                            |
|------------------------|----------------------------------------------------|--------------------------------------------|
| William Green          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice Chairman of the<br>Board and Director |
| David Green            | 484 Central Avenue<br>Newark, New Jersey 07107     | President and<br>Director                  |
| Samuel Green           | 484 Central Avenue<br>Newark, New Jersey 07107     | Sr. Exec. Vice Pres.<br>and Director       |
| Robert Dennis          | 484 Central Avenue<br>Newark, New Jersey 07107     | Exec. Vice President<br>and Director       |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | Exec. Vice President<br>and Director       |
| Robert Fried           | 484 Central Avenue<br>Newark, New Jersey 07107     | Senior Vice President<br>and Director      |
| Doris Greeley          | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                                  |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                                  |
| Joseph DiJulio         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Theodore Green         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| William Irwin          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Carmine Molinari       | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Myron Rogow            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Joseph Roznoy          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Robert Smith           | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Ernest Zito            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Archer McWhorter       | 1919 Smith Street<br>Houston, Texas 77002          | Chairman of the Board<br>and Director      |
| William E. Lobeck, Jr. | 4608 South Garnett Road<br>Tulsa, Oklahoma 74146   | Director                                   |
| James R. Philion       | 4608 South Garnett Road<br>Tulsa, Oklahoma 74146   | Director                                   |
| Alvin E. Swanner       | 740 Baronne Street<br>New Orleans, Louisiana 70113 | Director                                   |
| James D. Pratt         | 5324 Mariners Drive<br>Plano, Texas 75075          | Director                                   |
| Mark Morrisett         | 4608 South Garnett Road<br>Tulsa, Oklahoma 74146   | Director                                   |
| Richard W. Titterud    | 4608 South Garnett Road<br>Tulsa, Oklahoma 74146   | Director                                   |

Filing Fee \$15.00

To be filed annually between  
January 1st and March 1st

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 24559 Annual Report for the year 1987

FIRST: The name of the corporation is Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and related activities

FOURTH: If foreign corporation, address of its principal office

1209 Orange Street, Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island None

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

| Name | Office | Address (including number, street, zip code) |
|------|--------|----------------------------------------------|
|------|--------|----------------------------------------------|

Director

Director

See attached sheet Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 100,000       | Common |        | \$1.00                                                            |

EIGHTH: Number of Shares issued:

| No. of Shares | Class  | Series |
|---------------|--------|--------|
| 25,000        | Common |        |

PAID

FEB 10 1987

SECY OF STATE

Par Value  
or statement that  
shares are without  
par value  
\$1.00  
MAY 07 1987

Dated February 5, 19 87

Motor Club of America Enterprises, Inc.

(Name of Corporation)

By David Green David Green

(Report must be signed by an officer)

Title President

|                        |                                                    |                                            |
|------------------------|----------------------------------------------------|--------------------------------------------|
| William Green          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice Chairman of the<br>Board and Director |
| David Green            | 484 Central Avenue<br>Newark, New Jersey 07107     | President and<br>Director                  |
| Samuel Green           | 484 Central Avenue<br>Newark, New Jersey 07107     | Sr. Exec. Vice Pres.<br>and Director       |
| Robert Fried           | 484 Central Avenue<br>Newark, New Jersey 07107     | Senior Vice President                      |
| Robert Green           | 484 Central Avenue<br>Newark, New Jersey 07107     | Senior Vice President                      |
| Stephen A. Gilbert     | 484 Central Avenue<br>Newark, New Jersey 07107     | Senior Vice President                      |
| Doris Greeley          | 484 Central Avenue<br>Newark, New Jersey 07107     | Secretary                                  |
| Norma Rodriguez        | 484 Central Avenue<br>Newark, New Jersey 07107     | Treasurer                                  |
| Joseph DiJulio         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Thomas Fastiggi        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| William Irwin          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| George Meyers          | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Carmine Molinari       | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Charles Pelosi         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Peter Violette         | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Ernest Zito            | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Joseph J. Roznoy       | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| Robert E. Smith        | 484 Central Avenue<br>Newark, New Jersey 07107     | Vice President                             |
| William E. Lobeck, Jr. | 4608 So. Garnett Road<br>Tulsa, Oklahoma 74146     | Director                                   |
| James R. Phillion      | 4608 So. Garnett Road<br>Tulsa, Oklahoma 74146     | Director                                   |
| Alvin E. Swanner       | 740 Barrone Street<br>New Orleans, Louisiana 70113 | Director                                   |
| Archer McWhorter       | 1515 N. Loop West,<br>Houston, Texas 77008         | Chairman of the Board<br>and Director      |
| James D. Pratt         | 4608 So. Garnett Road<br>Tulsa, Oklahoma 74146     | Director                                   |

## State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 24559

Annual Report for the year 1986

FIRST: The name of the corporation is MOTOR CLUB OF AMERICA ENTERPRISES,  
INC.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and  
related activities

FOURTH: If foreign corporation, address of its principal office

1209 Orange Street, Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island None

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

Director

See attached sheet Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

100,000

Common

\$1.00

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value  
or statement that  
shares are without  
par value

25,000

Common

\$1.00

Dated January 31, 1986

Motor Club of America Enterprises, Inc.  
(Name of Corporation)

By David Green David Green

Title President

(Report must be signed by an officer)

|                    |                                                |                                       |
|--------------------|------------------------------------------------|---------------------------------------|
| William Green      | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director |
| David Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director             |
| Samuel Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice Pres.<br>and Director  |
| Robert Fried       | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Robert Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Stephen A. Gilbert | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Doris Greeley      | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary and<br>Director             |
| Norma Rodriguez    | 484 Central Avenue<br>Newark, New Jersey 07107 | Treasurer and<br>Director             |
| Henry M. Carlson   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Joseph DiJulio     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Thomas Fastiggi    | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Irwin      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| George Meyers      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Carmine Molinari   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Charles Pelosi     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Peter Violette     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Ernest Zito        | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Banua      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Joseph J. Roznoy   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |

Filing fee: \$15.00

To be filed annually between  
January 1st and March 1st

**State of Rhode Island and Providence Plantations**  
**OFFICE OF THE SECRETARY OF STATE**

Annual Report for the year 1985

FIRST: The name of the corporation is

Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and  
related activities

FOURTH: If foreign corporation, address of its principal office

1209 Orange Street, Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island (blank reports will be mailed to this  
address) None

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

| Name               | Office         | Address |
|--------------------|----------------|---------|
|                    | Director       |         |
| See attached sheet | Director       |         |
|                    | Director       |         |
|                    | President      |         |
|                    | Vice President |         |
|                    | Secretary      |         |
|                    | Treasurer      |         |

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 100,000       | Common |        | \$1.00                                                            |

EIGHTH: Number of Shares issued:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 25,000        | Common |        | \$1.00                                                            |

Dated: January 30, 1985

Motor Club of America Enterprises, Inc.

(Name of Corporation)

By David Green David Green

Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,  
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

|                    |                                                |                                       |
|--------------------|------------------------------------------------|---------------------------------------|
| William Green      | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director |
| David Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director             |
| Samuel Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice Pres.<br>and Director  |
| Robert Fried       | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Robert Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Doris Greeley      | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary and<br>Director             |
| Norma Rodriguez    | 484 Central Avenue<br>Newark, New Jersey 07107 | Treasurer and<br>Director             |
| Henry M. Carlson   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Joseph DiJulio     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Thomas Fastiggi    | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Stephen A. Gilbert | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Irwin      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| George Meyers      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Carmine Molinari   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Charles Pelosi     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Peter Violette     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Ernest Zito        | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Banua      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Joseph J. Roznoy   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |

Filing fee: \$15.00

To be filed annually between  
January 1st and March 1st

**State of Rhode Island and Providence Plantations**  
**OFFICE OF THE SECRETARY OF STATE**

Annual Report for the year 1983 <sup>1984</sup>

FIRST: The name of the corporation is .....

.....Motor Club of America Enterprises, Inc. ....

SECOND: It is incorporated under the laws of Delaware .....

THIRD: Character of business, briefly stated, is motor club and  
..... related activities .....

FOURTH: If foreign corporation, address of its principal office .....

..... 100 West Tenth Street, Wilmington, Delaware 19801 .....

FIFTH: Business address in Rhode Island (blank reports will be mailed to this  
address) None .....

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

| Name               | Office         | Address |
|--------------------|----------------|---------|
|                    | Director       | .....   |
| Sec attached sheet | Director       | .....   |
|                    | Director       | .....   |
|                    | President      | .....   |
|                    | Vice President | .....   |
|                    | Secretary      | .....   |
|                    | Treasurer      | .....   |

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 100,000       | Common |        | \$1.00                                                            |

EIGHTH: Number of Shares issued:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 25,000        | Common |        | \$1.00                                                            |

Dated: January 23, 1984

Motor Club of America Enterprises, Inc.

(Name of Corporation)

By: David Green  
Title: President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,  
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

|                    |                                                |                                       |
|--------------------|------------------------------------------------|---------------------------------------|
| William Green      | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director |
| David Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director             |
| Samuel Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice Pres.<br>and Director  |
| Leo Sher           | 484 Central Avenue<br>Newark, New Jersey 07107 | Exec. Vice President<br>and Director  |
| Robert Fried       | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Robert Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Florence McGuirk   | 484 Central Avenue<br>Newark, New Jersey 07107 | Treasurer and<br>Director             |
| Doris Greeley      | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary                             |
| Joseph DiJulio     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Thomas Fastiggi    | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Irwin      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| George Meyers      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Cammine Molinari   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Charles Pelosi     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Peter Violette     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Ernest Zito        | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Banua      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Stephen A. Gilbert | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Joseph J. Roznoy   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |

Filing fee: \$15.00

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**State of Rhode Island and Providence Plantations**  
**OFFICE OF THE SECRETARY OF STATE**

Annual Report for the year 1983

FIRST: The name of the corporation is .....

Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and

related activities

FOURTH: If foreign corporation, address of its principal office .....

100 West Tenth Street, Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) None

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

| Name                      | Office         | Address |
|---------------------------|----------------|---------|
|                           | Director       |         |
| <u>See attached sheet</u> | Director       |         |
|                           | Director       |         |
|                           | President      |         |
|                           | Vice President |         |
|                           | Secretary      |         |
|                           | Treasurer      |         |

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 100,000       | Common |        | \$1.00                                                            |

EIGHTH: Number of Shares issued:

| No. of Shares | Class  | Series         | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|----------------|-------------------------------------------------------------------|
| 25,000        | Common | <u>1-28-83</u> | \$1.00                                                            |

Dated: January 21, 1983 Motor Club of America Enterprises, Inc.

(Name of Corporation)

By David Green

Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,  
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

|                     |                                                |                                       |
|---------------------|------------------------------------------------|---------------------------------------|
| William Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director |
| David Green         | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director             |
| Samuel Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice Pres.<br>and Director  |
| Leo Sher            | 484 Central Avenue<br>Newark, New Jersey 07107 | Exec. Vice President<br>and Director  |
| Robert Fried        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Robert Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Florence McGuirk    | 484 Central Avenue<br>Newark, New Jersey 07107 | Treasurer and<br>Director             |
| Doris Greeley       | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary                             |
| Vincent A. DiCianni | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Joseph DiJulio      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Thomas Fastiggi     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Irwin       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| George Meyers       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Ernest Zito         | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Banua       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Stephen A. Gilbert  | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Carmin J. Molinari  | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Peter Violette      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Joseph J. Roznoy    | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |

Filing fee: \$15.00

To be filed annually between  
January 1st and March 1st

**State of Rhode Island and Providence Plantations**  
**OFFICE OF THE SECRETARY OF STATE**

Annual Report for the year 1982

FIRST: The name of the corporation is  
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SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is motor club and  
related activities

FOURTH: If foreign corporation, address of its principal office  
100 West Tenth Street, Wilmington, Delaware 19801

FIFTH: Business address in Rhode Island (blank reports will be mailed to this  
address) None

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

| Name               | Office         | Address |
|--------------------|----------------|---------|
|                    | Director       |         |
| See attached sheet | Director       |         |
|                    | Director       |         |
|                    | President      |         |
|                    | Vice President |         |
|                    | Secretary      |         |
|                    | Treasurer      |         |

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 100,000       | Common |        | \$1.00                                                            |

EIGHTH: Number of Shares issued:

| No. of Shares | Class  | Series | Par Value<br>or statement that<br>shares are without<br>par value |
|---------------|--------|--------|-------------------------------------------------------------------|
| 25,000        | Common |        | \$1.00                                                            |

Dated: January 28, 1982 Motor Club of America Enterprises, Inc.

By *David Green*  
David Green  
Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,  
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

|                     |                                                |                                       |
|---------------------|------------------------------------------------|---------------------------------------|
| William Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director |
| David Green         | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director             |
| Samuel Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice Pres.<br>and Director  |
| Leo Sher            | 484 Central Avenue<br>Newark, New Jersey 07107 | Exec. Vice President<br>and Director  |
| Robert Fried        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Robert Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Florence McGuirk    | 484 Central Avenue<br>Newark, New Jersey 07107 | Treasurer and<br>Director             |
| Doris Greeley       | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary                             |
| Vincent A. DiCianni | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Joseph DiJulio      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Thomas Fastiggi     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Irwin       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| George Meyers       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Ernest Zito         | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Banua       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Stephen A. Gilbert  | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Carmine J. Molinari | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Peter Violette      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Joseph J. Roznoy    | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |

Filing fee: \$15.00

To be filed annually  
between January 1st and March 1st

**State of Rhode Island and Providence Plantations**

**OFFICE OF THE SECRETARY OF STATE**

**ANNUAL REPORT**

**OF**

**MOTOR CLUB OF AMERICA ENTERPRISES, INC.**

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is

111 Westminster Street, Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is

C T Corporation System

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

100 West Tenth Street, Wilmington, Delaware 19899

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is motor club and related activities.

SIXTH: The names and respective addresses of its directors and officers are:

| Name               | Office         | Address |
|--------------------|----------------|---------|
|                    | Director       |         |
| See attached sheet | Director       |         |
|                    | Director       |         |
|                    | Director       |         |
|                    | Director       |         |
|                    | Director       |         |
|                    | President      |         |
|                    | Vice President |         |
|                    | Secretary      |         |
|                    | Treasurer      |         |

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| Number of<br>Shares | Class  | Series    | Par Value per Share<br>or Statement that<br>Shares are without<br>Par Value |
|---------------------|--------|-----------|-----------------------------------------------------------------------------|
| 100,000             | Common | 3<br>2081 | \$1.00                                                                      |

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2746A14.....150081

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EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| <u>Number of<br/>Shares</u> | <u>Class</u> | <u>Series</u> | <u>Par Value per Share<br/>or Statement that<br/>Shares are without<br/>Par Value</u> |
|-----------------------------|--------------|---------------|---------------------------------------------------------------------------------------|
| 25,000                      | Common       |               | \$1.00                                                                                |

Dated February 19, 1981 Motor Club of America Enterprises, Inc.  
(NAME OF CORPORATION)

By

  
David Green

Its President

|                     |                                                |                                       |
|---------------------|------------------------------------------------|---------------------------------------|
| William Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director |
| David Green         | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director             |
| Samuel Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice Pres.<br>and Director  |
| Leo Sher            | 484 Central Avenue<br>Newark, New Jersey 07107 | Exec. Vice President<br>and Director  |
| Robert Fried        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Robert Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director |
| Florence McGuirk    | 484 Central Avenue<br>Newark, New Jersey 07107 | Treasurer and<br>Director             |
| Doris Greeley       | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary                             |
| Vincent A. DiCianni | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Joseph DiJulio      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Thomas Fastiggi     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Irwin       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| George Meyers       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| Ernest Zito         | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director        |
| William Banua       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Stephen A. Gilbert  | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| John Malefsky       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Carmine J. Molinari | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |
| Peter Violette      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                        |

Filing fee: \$15.00

To be filed annually  
between January 1st and March 1st

**State of Rhode Island and Providence Plantations**

**OFFICE OF THE SECRETARY OF STATE**

**ANNUAL REPORT**

**OF**

MOTOR CLUB OF AMERICA ENTERPRISES, INC.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

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THIRD: The address of its registered office in Rhode Island is

111 Westminster Street, Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is

C. T. Corporation System

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

100 West Tenth Street, Wilmington, Delaware 19899

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is motor club and related activities

SIXTH: The names and respective addresses of its directors and officers are:

| Name               | Office         | Address |
|--------------------|----------------|---------|
|                    | Director       |         |
|                    | Director       |         |
| See attached sheet | Director       |         |
|                    | Director       |         |
|                    | Director       |         |
|                    | Director       |         |
|                    | President      |         |
|                    | Vice President |         |
|                    | Secretary      |         |
|                    | Treasurer      |         |

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| Number of<br>Shares | Class  | Series | Par Value per Share<br>or Statement that<br>Shares are without<br>Par Value |
|---------------------|--------|--------|-----------------------------------------------------------------------------|
| 100,000             | Common |        | \$1.00                                                                      |

APR 10 1980

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| <u>Number of<br/>Shares</u> | <u>Class</u> | <u>Series</u> | <u>Par Value per Share<br/>or Statement that<br/>Shares are without<br/>Par Value</u> |
|-----------------------------|--------------|---------------|---------------------------------------------------------------------------------------|
| 25,000                      | Common       |               | \$1.00                                                                                |

Dated February 19 , 19 80 Motor Club of America Enterprises, Inc..  
(NAME OF CORPORATION)

By

David Green

Its President

|                     |                                                |                                          |
|---------------------|------------------------------------------------|------------------------------------------|
| William Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director    |
| David Green         | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director                |
| Samuel Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice<br>President and Director |
| Leo Sher            | 484 Central Avenue<br>Newark, New Jersey 07107 | Exec. Vice President<br>and Director     |
| Robert Fried        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director    |
| Robert Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director    |
| Gary King           | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Florence McGuirk    | 484 Central Avenue<br>Newark, New Jersey 07107 | Treasurer and<br>Director                |
| Doris Greeley       | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary                                |
| Vincent A. DiCianni | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Joseph DiJulio      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Thomas Fastiggi     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| William Irwin       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| George Meyers       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Ernest Zito         | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Stephen A. Gilbert  | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                           |
| Carmine J. Molinari | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                           |
| Peter Violette      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                           |

To be filed annually  
between January 1st and March 1st

Form 3' JCM 11-78

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

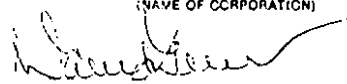
| <u>Number of<br/>Shares</u> | <u>Class</u> | <u>Series</u> | <u>Par Value per Share<br/>or Statement that<br/>Shares are without<br/>Par Value</u> |
|-----------------------------|--------------|---------------|---------------------------------------------------------------------------------------|
| 25,000                      | Common       |               | \$1.00                                                                                |

Dated February 20 , 1979

Motor Club of America Enterprises, Inc.

(NAME OF CORPORATION)

By



David Green  
Its President

|                     |                                                |                                          |
|---------------------|------------------------------------------------|------------------------------------------|
| William Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director    |
| David Green         | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director                |
| Samuel Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice<br>President and Director |
| Leo Sher            | 484 Central Avenue<br>Newark, New Jersey 07107 | Exec. Vice President<br>and Director     |
| Robert Fried        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director    |
| Robert Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | Senior Vice President<br>and Director    |
| Gary King           | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Florence McGuirk    | 484 Central Avenue<br>Newark, New Jersey 07107 | Treasurer and<br>Director                |
| Doris Greeley       | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary                                |
| Vincent A. DiCianni | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Joseph DiJulio      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Thomas Fastiggi     | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| William Irwin       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| George Meyers       | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Ernest Zito         | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President and<br>Director           |
| Stephen A. Gilbert  | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                           |
| Carmine J. Molinari | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                           |
| Peter Violette      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                           |

Filing fee: \$15.00

To be filed annually  
between January 1st and March 1st

# State of Rhode Island and Providence Plantations

## OFFICE OF THE SECRETARY OF STATE

### ANNUAL REPORT

#### OF

MOTOR CLUB OF AMERICA ENTERPRISES, INC.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

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SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is

111 Westminister Street, Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is

C T Corporation System

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

100 West Tenth Street, Wilmington, Delaware 19899

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is motor club and related activities

SIXTH: The names and respective addresses of its directors and officers are:

| Name               | Office         | Address |
|--------------------|----------------|---------|
|                    | Director       |         |
|                    | Director       |         |
| See attached sheet | Director       |         |
|                    | Director       |         |
|                    | Director       |         |
|                    | Director       |         |
|                    | President      |         |
|                    | Vice President |         |
|                    | Secretary      |         |
|                    | Treasurer      |         |

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| Number of<br>Shares | Class  | Series        | Par Value per Share<br>or Statement that<br>Shares are without<br>Par Value |
|---------------------|--------|---------------|-----------------------------------------------------------------------------|
| 100,000             | Common | 3<br>14<br>78 | \$1.00                                                                      |

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*[Signature]*

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

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|-----------------------------|--------------|---------------|---------------------------------------------------------------------------------------|
| 25,000                      | Common       |               | \$1.00                                                                                |

Dated February 24, , 1978

Motor Club of America Enterprises, Inc.  
(NAME OF CORPORATION)

By

David Green

Its

President

|                    |                                                |                                          |
|--------------------|------------------------------------------------|------------------------------------------|
| William Green      | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director    |
| David Green        | 484 Central Avenue<br>Newark, New Jersey 07107 | President and<br>Director                |
| Samuel Green       | 484 Central Avenue<br>Newark, New Jersey 07107 | Sr. Exec. Vice<br>President and Director |
| Leo Sher           | 484 Central Avenue<br>Newark, New Jersey 07107 | Exec. Vice President<br>and Director     |
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| Doris Greeley      | 484 Central Avenue<br>Newark, New Jersey 07107 | Secretary                                |
| Bernard Burstein   | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President<br>and Director           |
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| Stephen A. Gilbert | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President                           |
| George Meyers      | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President<br>and Director           |
| Ernest Zito        | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President<br>and Director           |
| Gary King          | 484 Central Avenue<br>Newark, New Jersey 07107 | Vice President<br>Director               |

Filing fee: \$15.00

To be filed annually  
between January 1st and March 1st

# State of Rhode Island and Providence Plantations

## OFFICE OF THE SECRETARY OF STATE

### ANNUAL REPORT

#### OF

MOTOR CLUB OF AMERICA ENTERPRISES, INC.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

Motor Club of America Enterprises, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is

111 Westminster Street, Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is

C. T. Corporation System

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

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|                    | Director       |         |
|                    | Director       |         |
| See Attached Sheet | Director       |         |
|                    | Director       |         |
|                    | Director       |         |
|                    | President      |         |
|                    | Vice President |         |
|                    | Secretary      |         |
|                    | Treasurer      |         |

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| Number of<br>Shares | Class  | Series | Par Value per Share<br>or Statement that<br>Shares are without<br>Par Value |
|---------------------|--------|--------|-----------------------------------------------------------------------------|
| 100,000             | Common |        | \$1.00                                                                      |

MAR 2 1977

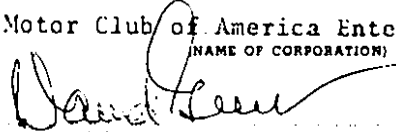
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|-----------------------------|--------------|---------------|---------------------------------------------------------------------------------------|
| 25,000                      | Common       |               | \$1.00                                                                                |

Dated Feb. 25, , 1977

Motor Club of America Enterprises, Inc. .  
(NAME OF CORPORATION)

By

  
David Green  
Its President

|                    |                                                |                                          |
|--------------------|------------------------------------------------|------------------------------------------|
| William Green      | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director    |
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Filing fee: \$15.00

To be filed annually  
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**State of Rhode Island and Providence Plantations**

**OFFICE OF THE SECRETARY OF STATE**

**ANNUAL REPORT**

**OF**

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|---------------------|--------|--------|-----------------------------------------------------------------------------|
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JAN 30 1976

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|-----------------------------|--------------|---------------|---------------------------------------------------------------------------------------|
| 25,000                      | Common       |               | \$1.00                                                                                |

Dated Jan. 28, 1976

Motor Club of America Enterprises, Inc.  
(NAME OF CORPORATION)

By David Green David Green  
Its President

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176 15.00

|                    |                                                |                                          |
|--------------------|------------------------------------------------|------------------------------------------|
| William Green      | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director    |
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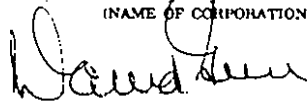
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|-----------------------------|--------------|---------------|---------------------------------------------------------------------------------------|
| 25,000                      | Common       |               | \$1.00                                                                                |

Dated Jan. 15, 1975

MOTOR CLUB OF AMERICA ENTERPRISES, INC.  
(NAME OF CORPORATION)

By



David Green  
its President

EB 21-75 REC. OF STATE 804 AR \*\*\*\*\*15.00

|                  |                                                |                                          |
|------------------|------------------------------------------------|------------------------------------------|
| William Green    | 484 Central Avenue<br>Newark, New Jersey 07107 | Chairman of the Board<br>and Director    |
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