



MORE ROADS TO HARLEY-DAVIDSON

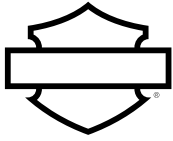
BUILDING THE NEXT GENERATION OF HARLEY-DAVIDSON® DEALERS

Inquiry Form Dealer Ownership Policy Confidentiality Agreement Membership Opportunities Dealer Application

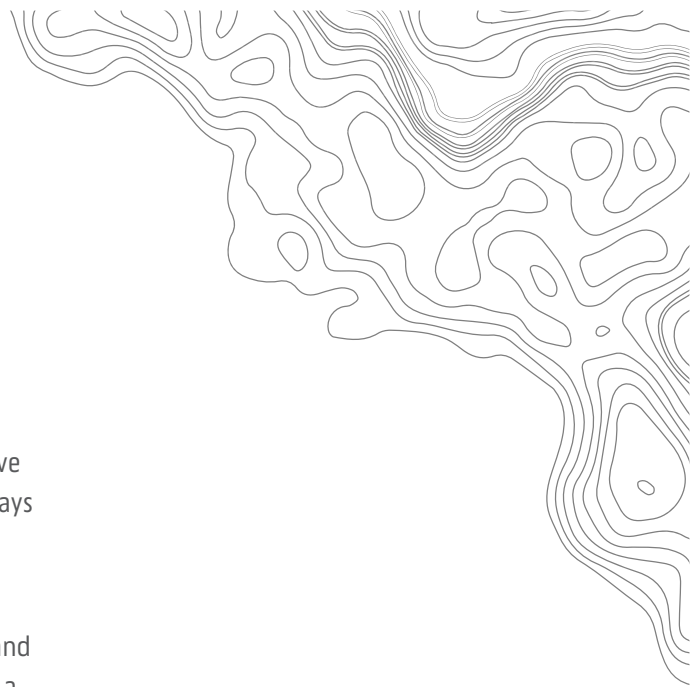


DEALER APPLICATION

Time to tell us a little more about you. It's the next exciting step on your journey to becoming a Harley-Davidson dealer.



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

A Dealer Application ("Application") must be completed by each prospective owner of a Harley-Davidson® dealership. Please allow approximately 45 days for us to review and process your Application.

Please understand your submittal of this Application to Harley-Davidson Motor Company, Inc. ("Harley-Davidson Motor Company") and its review and processing does not mean Harley-Davidson will approve your company as a Harley-Davidson dealer.

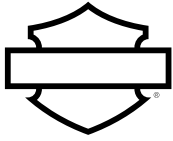
You, the Applicant, will not be approved by Harley-Davidson Motor Company until the full execution of a new or updated Motorcycle Dealer Contract(s).

No employee or agent of Harley-Davidson Motor Company has the authority to allow an Applicant to bypass the Application, which is a key step on the journey to becoming a Harley-Davidson dealer.

I, _____,
Name of individual(s)/investment group applying to be an Owner

(The "Applicant") am interested in submitting this Application to Harley-Davidson Motor Company for the purpose of evaluating qualifications to own and/or operate an authorized Harley-Davidson dealership.

To make sure your Application is processed completely and in a timely way, please provide all the requested information, unless sections that are not applicable to you are noted as "Not Applicable."



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

PREFERRED LOCATION(S)/AREAS OF INTEREST

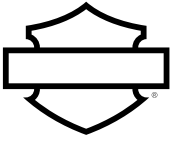
Have a specific location in mind? Please let us know the Harley-Davidson dealership location you're interested in owning: _____ or _____
CITY STATE SPECIFIC DEALERSHIP NAME

If you're not interested in a specific location, let us know some general areas in the U.S. where you are interested in purchasing a Harley-Davidson dealership. Please list them by state, in your order of preference. We'll then use that information to match you to potential dealership opportunities.

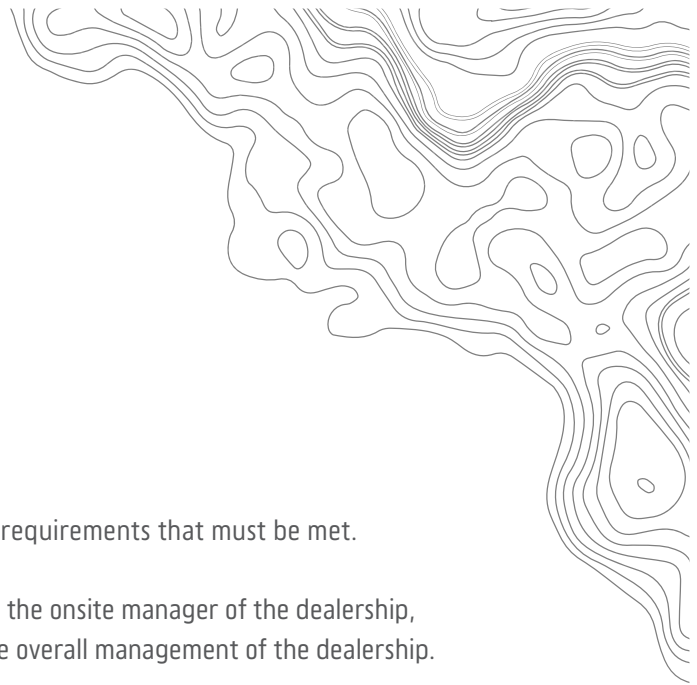
- 1. _____ 3. _____
- 2. _____ 4. _____

I am interested in any available dealership in the U.S.

Additional notes or specific requirements you'd like to tell us about.



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

PROPOSED OWNERSHIP

I have read and understand the Dealer Ownership Policy and the requirements that must be met.

Define your role in the proposed new dealership. If you are not going to be the onsite manager of the dealership, please provide info on who will be the onsite manager and your plan for the overall management of the dealership.

Please share some information about who will have a key role in your proposed dealer ownership. (eg., individuals, legal entities and/or investment groups that may have controlling interest, individuals who may hold major management positions at the dealership.)

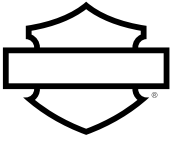
NAME	POSITION/TITLE	PERCENT OF TOTAL OWNERSHIP	ACTIVE/INACTIVE

SHOULD EQUAL 100

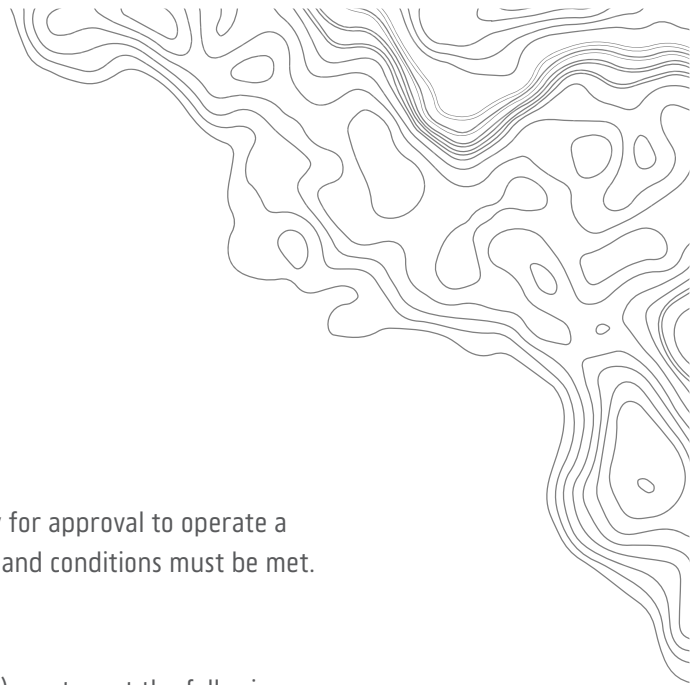
Ownership and Management Structure:

NAME	PERCENT OF TOTAL OWNERSHIP	TITLE	CITY/STATE	MAIN PHONE

SHOULD EQUAL 100



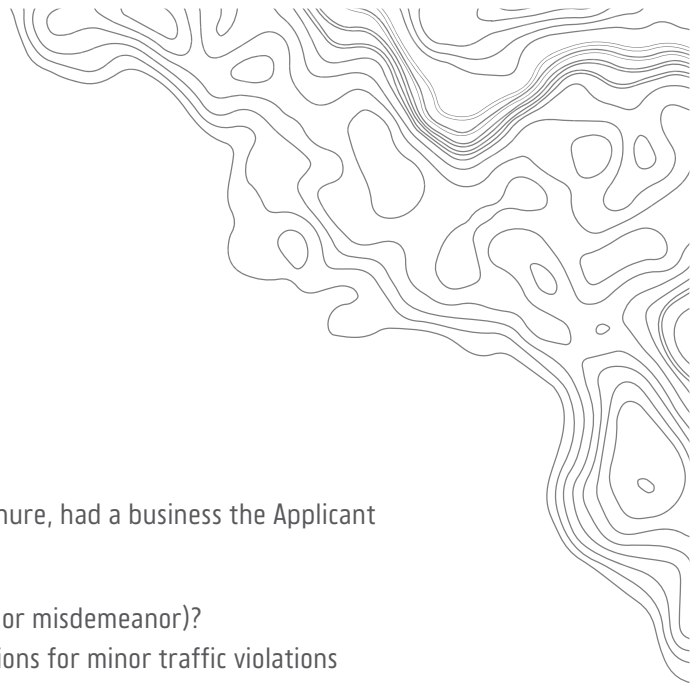
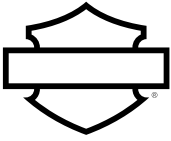
MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

TERMS & CONDITIONS

- I, the Applicant, am applying to Harley-Davidson Motor Company for approval to operate a Harley-Davidson dealership and understand the following terms and conditions must be met.
 - A. Adequate equity capital to finance the proposed dealership.
 - B. Prospective dealership's legal entity name and d/b/a or trade name(s) must meet the following requirements to be approved by Harley-Davidson Motor Company. Legal entities already formed that don't meet this criteria will have to amend their name.
 - Does not contain any Harley-Davidson trademarks
 - Does contain the full service mark of "Harley-Davidson"
 - Trade name usually uses d/b/a with dealership's entity/legal name
 - C. The submission of this Application does not require the Applicant or Harley-Davidson to execute a Motorcycle Dealer Contract.
 - D. Any investment made in real estate or other expenditures ahead of becoming an approved Harley-Davidson dealer are the Applicant's responsibility. Harley-Davidson Motor Company or its affiliates aren't obligated in any way with these investments.
 - E. The completed Motorcycle Dealer Contract by Harley-Davidson Motor Company is the only way Harley-Davidson Motor Company may accept and approve this Application.
 - F. Harley-Davidson may obtain information on Applicant's credit, business and professional character, motor vehicle experience, and personal characteristics. Applicant consents to cooperate fully with Harley-Davidson and will provide, or authorize, the provision of all required information. Applicant authorizes Harley-Davidson Motor Company and the affiliated companies to share the information with each other so they can analyze and process this Application. If this Application is being provided for the purchase of a dealership or the purchase of an equity interest in a dealership, then Applicant allows Harley-Davidson to share any obtained information about the Applicant with the seller of the dealership or the seller of the equity interest in the dealership.



DEALER APPLICATION - NEW DEALER

TERMS & CONDITIONS (continued)

G. At any time has the Applicant personally and/or during Applicant’s tenure, had a business the Applicant controlled, owned or managed:

- 1. been convicted (including pleas of no contest) of a crime (felony or misdemeanor)?
(Arrests not resulting in conviction, youthful offenses, or convictions for minor traffic violations do not apply.)

Yes _____ No _____
INITIALS INITIALS

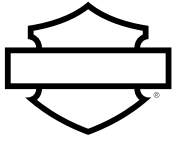
- 2. been found civilly liable for or entered into a consent decree with respect to any consumer fraud, unfair.

Yes _____ No _____
INITIALS INITIALS

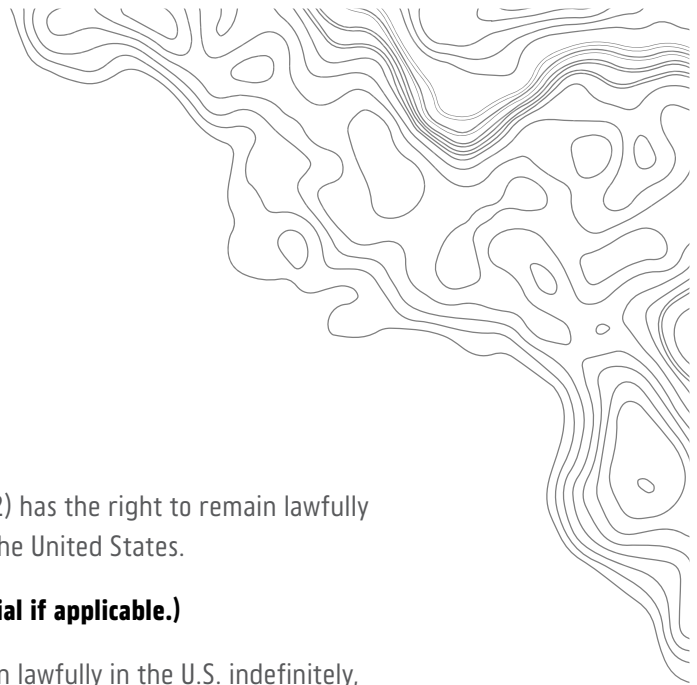
If the answer is “yes” to any of the above, please describe on a separate sheet of paper and send with this Application, the circumstances of the conviction, plea, civil order, or consent decree associated with each occurrence (including the date, nature, place and court). Also, please provide copies of the relevant final documents (judgment or consent decree, for example) issued with respect to each occurrence.

H. Surveys and ratings of Applicant’s sales and service customers in any business in which Applicant has been involved may be considered. By signing this Application, Applicant authorizes the release of any survey results to Harley-Davidson.

I. Applicant acknowledges that he/she submitted this Application, executed any resulting Motorcycle Dealer Contract and made any related commitments solely in reliance on Applicant’s own investigation of and judgment with respect to (1) the operation of a motorcycle dealership in the Applicant’s proposed market area and (2) the overall motorcycle industry, and not in reliance on any statements made or documents presented to Applicant by Harley-Davidson Motor Company and/or the affiliated companies, except for other statements and documents specified by the Applicant in writing to Harley-Davidson Motor Company and/or the affiliated companies prior to the Applicant’s execution and submission of a Harley-Davidson Motorcycle Dealer Contract. Applicant understands that Harley-Davidson Motor Company and the affiliated companies will rely upon the foregoing acknowledgment.



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

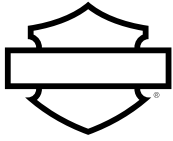
TERMS & CONDITIONS (continued)

- J. Applicant is at least 18 years of age and either is a (1) U.S. citizen or (2) has the right to remain lawfully in the U.S. indefinitely and maintains a current primary residence in the United States.
- Yes, I am a U.S. citizen. _____ **(Check box and initial if applicable.)**
- No, I am not a U.S. citizen; however, I have the right to remain lawfully in the U.S. indefinitely, and I maintain a current primary residence in the United States. Please provide documentation of your permanent residency, e.g., copy of your permanent residency card.
_____ **(Check box and initial if applicable.)**
- K. Applicant may be required to provide additional information, including financial statements, verification of assets, and tax returns.
- L. Any misrepresentation made in this Application gives Harley-Davidson Motor Company the right to terminate any resulting or subsequent Motorcycle Dealer Contract(s).
- M. Applicant acknowledges a continuing obligation to provide Harley-Davidson prompt written notice of any changes in the information provided on this Application.

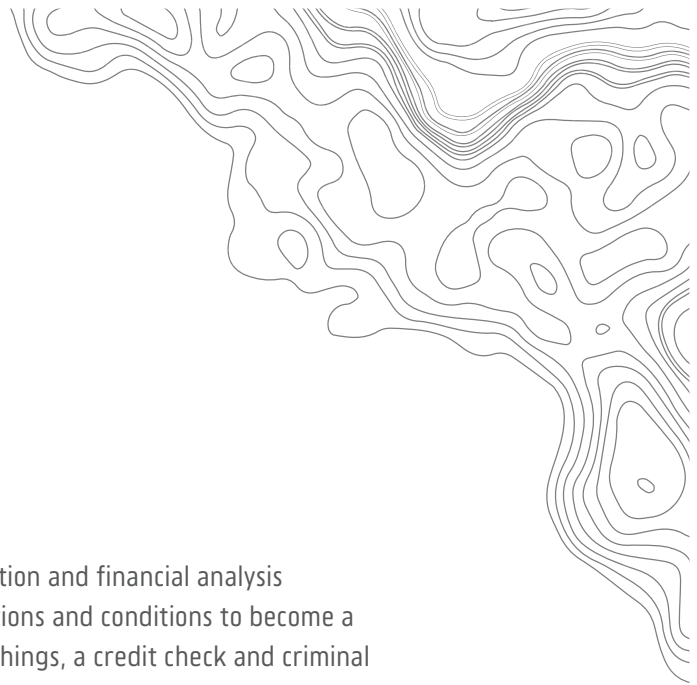
Signature of Applicant/Investment Group Managing Partner

Printed Name of Applicant/Investment Group Managing Partner

Dated



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

FINANCIAL AND BACKGROUND REVIEW AUTHORIZATION

To Whom It May Concern:

I understand Harley-Davidson will be performing a background investigation and financial analysis based on the information I provided to determine if I meet the qualifications and conditions to become a Harley-Davidson dealer. The background analysis includes, among other things, a credit check and criminal background investigation. For Private Equity firms, the firm's committed capital and financial statements will be required.

I authorize Harley-Davidson and/or H-D Credit to perform a background and financial analysis. I also authorize Harley-Davidson, H-D Credit, and the affiliated companies to share this information with each other for the purposes of analyzing and processing this Application. If this Application is being provided in connection with the purchase of a dealership or the purchase of an equity interest in a dealership, then I authorize Harley-Davidson to provide this information to the seller of the dealership or the seller of the equity interest in the dealership.

Signature of Applicant

Printed Name of Applicant

Additional Applicant (if applicable)

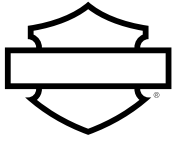
Dated

Signature of Applicant's Spouse*

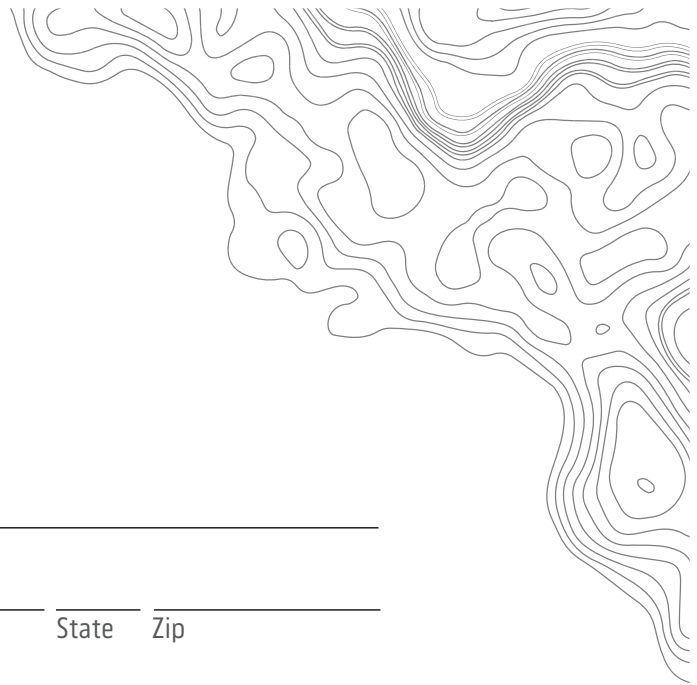
Printed Name of Applicant's Spouse*

Dated

***Applicant's spouse, if applicable, must also review and sign this authorization form. If not applicable, leave blank.**



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

PRIVATE EQUITY FIRM INFORMATION

Company Name _____

Street Address _____

City _____

State _____

Zip _____

Phone Number _____

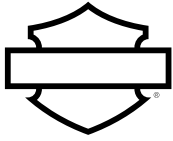
Email _____

Website _____

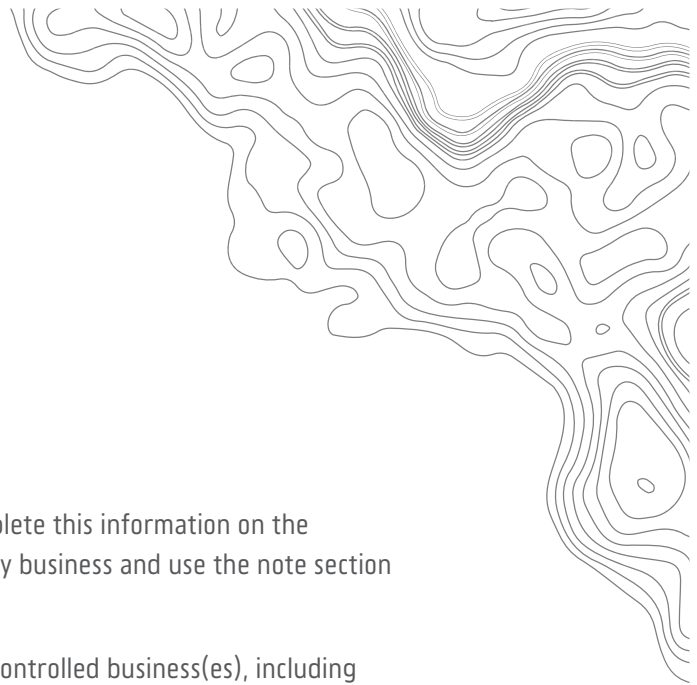
Length of Time in Business _____

Number of Employees _____

Names of Managing Partners



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

APPLICANT'S EXISTING BUSINESS DATA (IF APPLICABLE)

If you presently own, operate, and/or control a business(es), please complete this information on the business(es). If you own/control more than one business, list your primary business and use the note section to describe your other business affiliation.

*We reserve the right to request additional information on your owned/controlled business(es), including financial statements for the last 3 years, balance sheet, P&L statement and cash flow analysis.

Business Entity Name _____

D/B/A (i.e., Trade) Name (if any) _____

Business entity type: Corporation Limited liability company Partnership Proprietorship

Nature of Business _____

Date Business Established _____

Address _____
Street City State Zip

Email Address _____

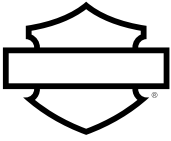
Website _____

Phone Number _____ Fax Number _____

Business Data for Private Equity Firm Applicants:

BUSINESS NAME	INDUSTRY	LENGTH OF OWNERSHIP

ADDITIONAL INFORMATION



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

PERSONAL FINANCIAL STATEMENT

(For Individual Applicants Only, Not Private Equity Firms)

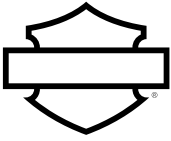
Please complete the following financial statement on your personal finances only – **DO NOT** include business information, personal financial statements or tax returns.

NOTE: In order to meet the minimum requirements, the **Net Worth** amount must total \$2.0 million or more in aggregate and the amount of **liquid assets** must total \$1.0 million or more in aggregate for all investors.

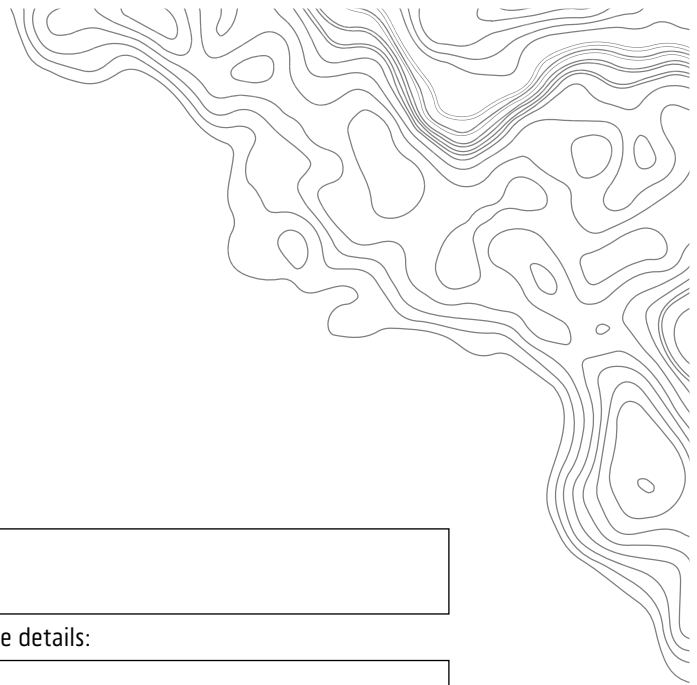
ASSETS		LIABILITIES	
Cash & Equivalents (e.g. cash, money market accounts & CDs)		Accounts Payable	ENTER AS A NEGATIVE
		Payable To	
TOTAL Cash Value (H-D will use 100% of this total)		Loans	
Marketable Securities		Bank	
Publicly traded stock		Family	
Mutual Funds		Other	
Publicly traded bonds		Other	
TOTAL Securities Value (H-D will use 80% of this total)		Total Loan Debt	
Whole Life Insurance (cash surrender value)		Taxes Payable (please explain)	
TOTAL Insurance Value (H-D will use 50% of this total)			
401k, IRAS, & Other Vested Retirement Accounts (please list)		Credit Cards/Revolving Credit/Other (please describe)	
1.		1.	
2.		2.	
3.		3.	
4.		4.	
TOTAL Retirement Account Value (H-D will use 50% of this total)		TOTAL Credit Card or Other Liability	
Real Estate		Real Estate Debt	
Primary Residence		Primary Residence	
Secondary Residence		Secondary Residence	
Other		Other	
TOTAL Value		TOTAL Debt	
TOTAL ASSETS		TOTAL LIABILITIES	
TOTAL NET WORTH: (Total Assets minus Total Liabilities)			

FOR OFFICE USE ONLY (Liquid Calculation)	
100% Cash	\$0.00
80% Marketable Securities	\$0.00
50% Whole Life Insurance	\$0.00
50% 401ks, IRAs, etc.	\$0.00
TOTAL	\$0.00

NOTE: Real estate values are reflected in assets & net worth. Real estate is NOT included in liquid assets amount.



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

PERSONAL FINANCIAL STATEMENT (continues)

1. What assets are you willing to liquidate to pursue this dealership opportunity?

2. Are you a guarantor on anyone's debt? YES NO If yes, please provide details:

3. Any other contingent liabilities? YES NO If yes, please explain:

4. Are there any other encumbered assets or debt secured except as indicated above? YES NO

If yes, please provide details (itemize by debt and security):

5. What assets, if any, in this statement are held in joint tenancy?

Name of other joint tenant party:

6. Are any of your assets held in a Trust? YES NO If yes, please explain:

7. Do you directly or indirectly own assets or stock in any authorized Harley-Davidson dealership? YES NO

If yes, please list the location of the dealership(s), your ownership percentage(s), and any officer/management position you hold at such dealership:

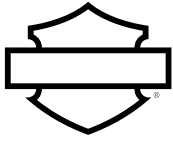
8. Are you nominated as a Successor for any other authorized Harley-Davidson dealership? YES NO

If yes, please list the dealer name and location:

The undersigned certifies that this Personal Financial Statement and any attachments provide a full, true, and correct statement of the personal financial condition of the undersigned as of the date indicated.

Applicant's Signature

Date



MORE ROADS TO HARLEY-DAVIDSON



DEALER APPLICATION - NEW DEALER

BECOMING A DEALER

You may write/type answers to the below questions on a separate sheet and attach it to this application.

1. Why do you want to be a Harley-Davidson® dealer?

2. How do you plan to capitalize this venture?

3. Why do you feel you are qualified to own a Harley-Davidson® dealership?

4. Please describe any related business experience.

PLEASE SUBMIT CURRENT RESUME WITH APPLICATION



MORE ROADS TO HARLEY-DAVIDSON

DEALER APPLICATION - NEW DEALER

DISCLAIMER & PRIVACY NOTICE This document is an application form. Its purpose is to ensure that the Harley-Davidson brand is represented by suitable businesses. Harley-Davidson requires all applicants to complete a Dealer Application Form. The information provided will be treated confidentially and used solely for the purposes of selecting the right partners for our brands. The submission and processing of the Dealer Application Form obligates neither the applicant nor Harley-Davidson to become a party to a Motorcycle Dealer Contract. Any investment and expenditure made by the applicant in contemplation of Harley-Davidson entering into a Motorcycle Dealer Contract are at the applicant's sole risk and do not in any way obligate Harley-Davidson.