

**ARTICLES OF INCORPORATION
OF
BELLEVUE BICYCLE CLUB, INC.**

These Articles of Incorporation are executed by the undersigned incorporators for the purpose of forming a corporation under the Nebraska Nonprofit Corporation Act, Neb. Rev. Stat. § 21-1901, et seq., as follows:

ARTICLE I

The name of the corporation shall be Bellevue Bicycle Club, Inc.

ARTICLE II

The corporation is a mutual benefit corporation.

ARTICLE III

The address of the initial registered office of the corporation is 11734 Fisher House Road, Bellevue, Nebraska 68123 and the name of its initial registered agent at such address is Lynn Rollins.

ARTICLE IV

The name and address of the incorporator is as follows:

Lynn Rollins, 11734 Fisher House Road, Bellevue, Nebraska 68123

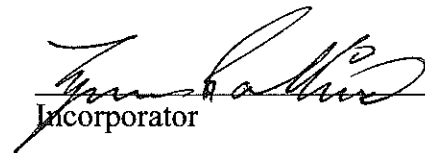
ARTICLE V

This corporation shall not have members.

ARTICLE VI

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, distribute all of the assets of the corporation exclusively to a non-profit corporation as the Board of Directors shall determine in a manner not inconsistent with law.

IN WITNESS WHEREOF, I have hereunto subscribed my name at Bellevue, Nebraska, this 2 day of Dec, 2010.


Incorporator