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PICK-UP WAIT MAIL

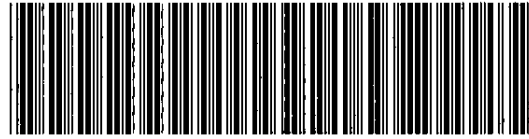
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000188247060

12/03/10--01007--004 **78.75

12/22/10--01006--003 **1550.00

FILED
10 DEC 20 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 12/22/10

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: ICON Tennessee, Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Chris Janoski
Name of Person
ICON Tennessee, Inc.
Firm/Company
212 Church Road
Address
North Wales, PA 19454
City/State and Zip code
ustaxdirector@iconplc.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Chris Janoski at (215) 616-3308
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
10 DEC 20 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 7, 2010

CHRIS JANOSKI
ICON TENNESSEE, INC.
212 CHURCH RD.
NORTH WALES, PA 19454

SUBJECT: ICON TENNESSEE, INC.
Ref. Number: W10000056518

We have received your document for ICON TENNESSEE, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$1550.00.

If you have any further questions concerning your document, please call (850) 245-6901.

Pamela Smith
Regulatory Specialist II
New Filing Section

Letter Number: 410A00028271

$$\begin{array}{r} 150 \times 7 = 1050 \\ \quad 500 \\ \hline 1550 \end{array}$$

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. ICON Tennessee, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 52-2133690
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 1, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November 3, 2003
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 320 Seven Springs Way, Suite 500, Brentwood, TN 37027
(Principal office address)

212 Church Road, North Wales, PA 19454
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the applicable law.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

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10 DEC 20 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By: Ann J. Williams
(Registered agent's signature)
Ann J. Williams, Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

~~Chairman:~~ Director William Taaffe

Address: 320 Seven Springs Way, Suite 500
Brentwood, TN 37027

~~Vice Chairman:~~ Director David Peters

Address: 212 Church Road
North Wales, PA 19454

Director: Ciaran Murray

Address: South County Business Park
Leopardstown, Dublin 18, Ireland

Director: Marie Kerins

Address: South County Business Park
Leopardstown, Dublin 18, Ireland

B. OFFICERS

President: William Taaffe

Address: 320 Seven Springs Way, Suite 500
Brentwood, TN 37027

Vice President: David Peters

Address: 212 Church Road
North Wales, PA 19454

Secretary: Marie Kerins

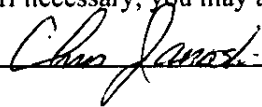
Address: South County Business Park, Leopardstown, Dublin 18, Ireland

Treasurer: David Peters

Address: 212 Church Road, North Wales, PA 19454

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Chris Janoski, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Addendum to

Application by Foreign Corporation for Authorization to Transact Business in Florida

ICON Tennessee, Inc.

B. Additional Officers

Assistant Secretary: Chris Janoski
Address: 212 Church Road, North wales, PA 19454

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ICON TENNESSEE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2010.

FILED
10 DEC 20 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2981949 8300

101053350



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8365514

DATE: 11-18-10