

P39223

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

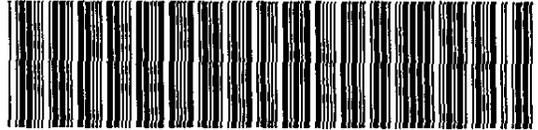
(Business Entity Name)

(Document Number)

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4/22/06



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 994197 7168919

AUTHORIZATION

[Handwritten signature]

COST LIMIT : \$ 35.00

ORDER DATE : April 18, 2006

ORDER TIME : 10:37 AM

ORDER NO. : 994197-440

CUSTOMER NO: 7168919

CHANGE OF AGENT

NAME: ICON CAPITAL CORP.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Amanda Haddan

EXAMINER'S INITIALS: _____

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Connecticut in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: ICON CAPITAL CORP.
2. The principal office address: 100 Fifth Avenue, 10th Floor, New York, NY 10011
3. The mailing address (if different): _____
4. Date of incorporation/qualification: June 12, 1992 Document number: P39223

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

NRAI Services, Inc.
2731 Executive Park Drive, Suite 4
Weston, FL 33331

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6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Corporation Service Company
1201 Hays Street
(P.O. Box NOT acceptable)
Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Maureen Cullen
(Signature of an officer or director)

Maureen Cullen, Attorney In Fact
(Printed or typed name and title)

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 obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Corporation Service Company
By: Laura R. Dunlap
(Signature of Registered Agent)

4/21/06
(Date)

If signing on behalf of an entity:
Laura R. Dunlap
as its agent
(Typed or Printed Name)

*** FILING FEE: \$35.00 ***