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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 604247 86901D
AUTHORIZATION : *Patricia Pizuto*
COST LIMIT : \$ 122.50

ORDER DATE : May 21, 1995

ORDER TIME : 9:45 AM

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ORDER NO. : 604247

CUSTOMER NO: 86901D

CUSTOMER: Ms. Donna Joseph
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

FOREIGN FILINGS

NAME: IC HOLDINGS, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Guma

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. IC HOLDINGS, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 13, 1994 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or perpetual)
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. c/o Eddie Trump, 4000 Island Blvd.
North Miami Beach FL 33160
(Current mailing address)
8. Any lawful
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: Richard A. Arkin, Esq.

Office Address: 7900 Island Blvd.

North Miami Beach, Florida, 33160
(Zip Code)

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.

By: 
(Registered agent's signature)
RICHARD A. ARKIN, ESQ.

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Julius Trump

Address: 4000 Island Blvd.

North Miami Beach, FL 33160

Vice Chairman: N/A

Address: _____

Director: Julius Trump

Address: 4000 Island Blvd.

North Miami Beach FL 33160

Director: Eddie Trump

Address: 4000 Island Blvd.

North Miami Beach FL 33160

B. OFFICERS

President: Eddie Trump

Address: 4000 Island Blvd.

North Miami Beach FL 33160

Vice President: James M. Lieb

Address: c/o The Trump Group
4000 Island Blvd.

North Miami Beach FL 33160

Secretary: James M. Lieb

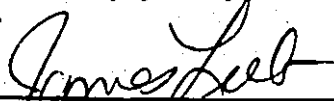
Address: same as above

Treasurer: Julius Trump

Address: 4000 Island Blvd.

North Miami Beach FL 33160

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

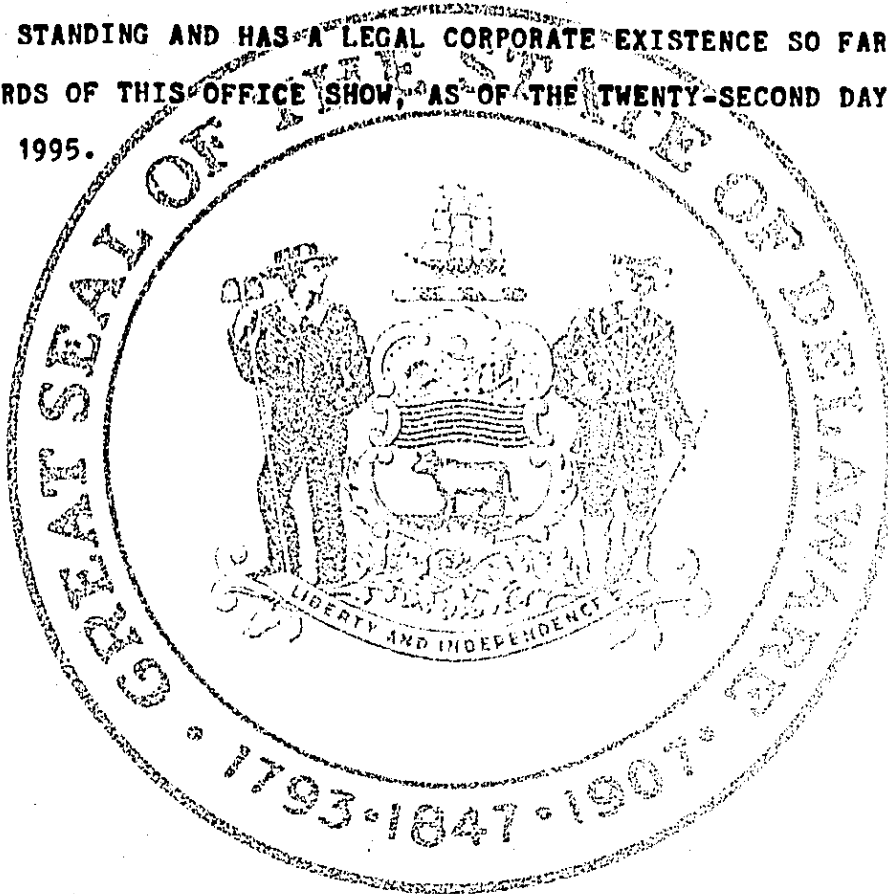
13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. James M. Lieb, Vice President
(Typed or printed name and capacity of person signing application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IC HOLDINGS, 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 TWENTY-SECOND DAY OF MAY, A.D. 1995.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7512391

DATE: 05-22-95