

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L07000024462
FILED 8:00 AM
March 06, 2007
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:
ICON POWER FUND LLC

Article II

The street address of the principal office of the Limited Liability Company is:
450 ALTON ROAD
3206
MIAMI BEACH, FL. US 33139

The mailing address of the Limited Liability Company is:
450 ALTON ROAD
3206
MIAMI BEACH, FL. US 33139

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
ELMALEH D FREDERIC
450 ALTON ROAD
3206
MIAMI BEACH, FL. 33139

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: FREDERIC ELMALEH

Article V

The name and address of managing members/managers are:

Title: MGRM
FREDERIC D ELMALEH
450 ALTON ROAD SUITE 3206
MIAMI BEACH, FL. 33139 US

Title: MGRM
PHILIPPE ELMALEH
110 PROMENADE CIRCLE SUITE 1006
THORNHILL, ON. L4J 2X4 CA

Title: MGRM
AHMED NAQVI
4051 CLAYPINE RISE
MISSISSAUGA, ON. L4W 3W1 CA

Article VI

The effective date for this Limited Liability Company shall be:

03/01/2007

Signature of member or an authorized representative of a member

Signature: FREDERIC ELMALEH

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