

M97000000514

Michael A. Littman

Attorney at Law
10200 W. 44th Ave. #400
Wheat Ridge, CO 80033
(303)422-8127 • Fax (303) 422-7796

July 23, 1997

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002249551--8
-07/28/97--01145--001
****140.00 ****140.00

Re: Icon Management Group, L.C.

800002272438--1
-08/20/97--01080--012
****145.00 ****145.00

Dear Sir or Madame:

Enclosed please find the following documents for filing with your office:

- a. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida;
- b. Affidavit of Membership and Contributions of Foreign Limited Liability Company;
- c. Certificate of Designation of Registered Agent/Registered Office;
- d. Certificate of Good Standing in the State of Colorado; and
- e. Check #1005 for \$140.00 issued to Florida Department of State for filing fees.

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STATE
TALLAHASSEE, FLORIDA

Please return a date stamped copy of this letter indicating you received this package in the self-addressed stamped envelope provided.

Name	provided.
Availability	
Document Examiner	DCC
Printer	DCC
Printer Verifier	DCC
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MAL:cc	
Printer	DCC

Thank you in advance for your assistance in this matter. It is greatly appreciated.

Sincerely,

Michael A. Littman

Michael A. Littman

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M97000000514

Michael A. Littman

Attorney at Law
10200 W. 44th Ave. #400
Wheat Ridge, CO 80033
(303)-422-8127 • Fax (303) 422-7796

August 11, 1997

Florida Department of State
Attn: Diane Cushing
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Icon Management Group, LLC
Reference No.: W97000017567

Dear Ms. Cushing:

Enclosed please find a check for \$145.00 to cover the additional cost of filing documents with your office as per your letter of July 30, 1997.

If additional funds are needed, please contact our office at your earliest convenience.

Sincerely,

Michael A. Littman
Michael A. Littman

MAL:cc



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 30, 1997

MICHAEL A. LITTMAN
10200 W. 44TH AVE., #400
WHEAT RIDGE, CO 80033

SUBJECT: ICON MANAGEMENT GROUP, LLC
Ref. Number: W97000017567

We have received your document for **ICON MANAGEMENT GROUP, LLC** and your check(s) totaling \$140.00. However, the document has not been filed and is being retained in this office for the following:

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 697A00038915

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA:*

1. ICON MANAGEMENT GROUP, LLC.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Colorado 3. 91-1801651
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. April 28, 1997 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. June 1997
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, FS.))
7. 938 Kerwood Circle
Oviedo, FL 32765
(Street address of principal office)

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 TALLAHASSEE, FLORIDA

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>William E. Wells, II</u>	<u>MGR</u>	_____	_____
<u>938 Kerwood Circle</u>		_____	
<u>Oviedo, FL 32765</u>		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of ICON MANAGEMENT GROUP, LLC. deposes and says:

- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 10,000.00 . This total includes amounts from 2 and 3 above.

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TALLAHASSEE, FLORIDA



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: _____
ICON MANAGEMENT GROUP, LLC.


2. The name and address of the registered agent and office is:

William E. Wells, II
(NAME)
938 Kerwood Circle
(P. O. Box NOT ACCEPTABLE)
Oviedo, FL 32765
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

FILED

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.


(SIGNATURE)

7/17/97
(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

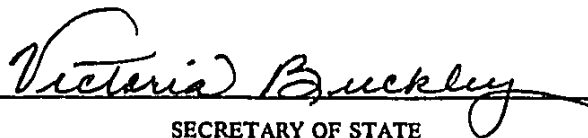
I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

ICON MANAGEMENT GROUP, LLC
(COLORADO LIMITED LIABILITY COMPANY)

FILE # 19971067139 WAS FILED IN THIS OFFICE ON April 28, 1997
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: June 03, 1997


SECRETARY OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA