

OCT. 2. 2007 1:55PM

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NO. 763

P. 1

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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AMERICAN PROPERTY INVESTORS, INC.

Certificate of Status	0
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Name chg @ 10.2.07

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

P14961

(Document number of corporation (if known))

1. American Property Investors, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. June 24, 1987
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 17, 2007

5. Icahn Enterprises G.P. Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

AS 9/27/07
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Andrew Skobe
(Typed or printed name of person signing)

CFO/Treasurer
(Title of person signing)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AMERICAN PROPERTY INVESTORS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ICAHN ENTERPRISES G.P. INC.", THE SEVENTEENTH DAY OF SEPTEMBER, A.D. 2007, AT 1:42 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AMERICAN PROPERTY INVESTORS, INC." WAS INCORPORATED ON THE TWELFTH DAY OF FEBRUARY, A.D. 1987.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

2117408 8320

071067442



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6037617

DATE: 09-28-07