

**KENTUCKY SECRETARY OF STATE
P.O.BOX 718
FRANKFORT, KY 40602**

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Certificate of Revocation

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

IMPORTANT NOTICE

ICAHN ENTERPRISES HOLDINGS L.P.

did not file its 2008 annual report within sixty days after it was due. Accordingly, the Secretary of State revoked the limited partnership's certificate of authority to transact business in Kentucky on November 1, 2008.

**CSC-LAWYERS INCORPORATING
SERVICE COMPANY
421 WEST MAIN STREET
FRANKFORT KY 40601**



Trey

Trey Grayson
Secretary of State