



State of Rhode Island
and Providence Plantations
Office of the Secretary of State

A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2615
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2009

Filing Period: January 1 - March 1 • **Filing Fee:** \$50.00* • **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.**

* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

1. Corporate ID No. 110203		2. Name of Corporation Icahn Enterprises G.P. Inc.			
3. Street Address Principal Business Office 445 Hamilton Avenue - Suite 1210		City White Plains	State NY	Zip 10601	
4. Business Phone No. (914) 614-7060		5. State of Incorporation Delaware			
6. Brief Description of the Character of Business Conducted in Rhode Island General Partner in Real Estate Partnerships					
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Peter Shea			Vice President Name NONE		
Street Address c/o Icahn Enterprises LP 767 Fifth Avenue - Suite 4700			Street Address		
City New York	State NY	Zip 10153	City	State	Zip
Secretary Name Dominick Ragone			Treasurer Name NONE		
Street Address c/o Icahn Enterprises LP 142 W. 57th Street - Fifth Floor			Street Address		
City New York	State NY	Zip 10019	City	State	Zip
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Carl C. Icahn			Director Name Jack G. Wasserman		
Street Address c/o Icahn Associates Corp 767 Fifth Avenue - Suite 4700			Street Address c/o Icahn Enterprises LP 767 Fifth Avenue - Suite 4700		
City New York	State NY	Zip 10153	City New York	State NY	Zip 10153
Director Name William A. Leidesdorf			Director Name James L. Nelson		
Street Address c/o Icahn Enterprises LP 767 Fifth Avenue - Suite 4700			Street Address c/o Icahn Enterprises LP 767 Fifth Avenue - Suite 4700		
City New York	State NY	Zip 10153	City New York	State NY	Zip 10153
9. SHARES AUTHORIZED			10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☐		
This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet.			ISSUED SHARES — THIS SECTION MUST BE COMPLETED		
			Number of Shares	Class/Series	Par Value
			216	COMMON	1.00

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

FILED

File Date **MAR 11 2009**
Check No. **By 153**
By: _____

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature Felicia P. Buebel Date _____
Print or Type Name Felicia P. Buebel
Title Assistant Secretary

ICAHN ENTERPRISES G.P. INC.
FEIN 13-3413965

OFFICERS

Keith A. Meister
Principal Executive Officer

Icahn Enterprises, LP
767 Fifth Avenue Suite 4700, New York NY 10153

Dominick Ragone
Chief Financial Officer and Secretary

Icahn Enterprises, LP
142 West 57th Street 5th Floor, New York, NY 10019

Felicia P. Buebel
Assistant Secretary

Icahn Enterprises, LP
445 Hamilton Avenue Suite 1210, White Plains, NY 10601

DIRECTORS

Carl C. Icahn
Chairman of the Board

Icahn Associates Corp
767 Fifth Avenue Suite 4700, New York, NY 10153

Keith A. Meister
Vice Chairman of the Board

Icahn Associates Corp
767 Fifth Avenue Suite 4700, New York, NY 10153

William A. Leidesdorf

Icahn Enterprises, LP
767 Fifth Avenue Suite 4700, New York, NY 10153

Jack G. Wasserman

Icahn Enterprises, LP
767 Fifth Avenue Suite 4700, New York, NY 10153

James L. Nelson

Icahn Enterprises, LP
767 Fifth Avenue Suite 4700, New York, NY 10153

Vincent Intrieri

Icahn Associates Corp
767 Fifth Avenue Suite 4700, New York, NY 10153

FILED
MAR 11 2009
By 110203