



FORM 8-K

ICON Leasing Fund Eleven, LLC – N/A

Filed: April 07, 2006 (period: April 07, 2006)

Report of unscheduled material events or corporate changes.

Table of Contents

[Item 8.01](#) [Other Events](#)

[SIGNATURES](#)

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 7, 2006

ICON Leasing Fund Eleven, LLC

(Exact Name of Registrant as Specified in Charter)

Delaware	333-121790	20-1979428
-----	-----	-----
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)
-----	-----	-----

100 Fifth Avenue, 4th Floor
New York, New York 10011

(Address of Principal Executive Offices)

(212) 418-4700

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

ICON Leasing Fund Eleven, LLC ("Fund Eleven") announced today that it has extended the solicitation of consents of its members in connection with proposed amendments to its limited liability company agreement. As extended, the consent solicitation will expire at 5:00 p.m., New York City time on April 21, 2006.

As of April 6, 2006, Fund Eleven has received approximately 39.67% "FOR" votes out of the approximately 41.16% of the total percentage of Shares that have been voted on the proposed amendments. Details of the proposed amendments are more fully described in Fund Eleven's Consent Solicitation Statement, dated March 8, 2006 which was previously sent to Fund Eleven's members and filed with the Securities and Exchange Commission (the "SEC"). The proposed amendments will, if approved, permit Fund Eleven to increase the maximum offering amount from up to \$200,000,000 to up to \$375,000,000, after applicable SEC, NASD and state approvals are obtained.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ICON LEASING FUND ELEVEN, LLC
By: ICON CAPITAL CORP., its Manager

Dated: April 7, 2006

By: /s/ Thomas W. Martin

Thomas W. Martin
Chief Operating Officer

</TEXT>
</DOCUMENT>