

5.  
FOI 0000005787

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: ResidenSea Ltd. (Inc.)  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Phillip M. Brazlavsky  
(Name of Person)  
ResidenSea (USA) Inc.  
(Firm/Company)  
5200 Blue Lagoon Drive, Suite 790  
(Address)  
Miami, FL 33126  
(City/State and Zip code)

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-11/05/01--01060--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

For further information concerning this matter, please call:

Phillip M. Brazlavsky at (305) 264-9090  
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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TALLAHASSEE, FLORIDA

with  
11/7

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. ResidenSea Ltd. (Inc.)  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Commonwealth of Bahamas 3. 98-0221942  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/28/95 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification."  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Regent Centre West, Building No. 2, Suite D, P.O. Box F-40967, Freeport, Bahamas  
(Principal office address)
- c/o ResidenSea (USA) Inc., 5200 Blue Lagoon Drive, Suite 790, Miami, Florida 33126  
(Current mailing address)
8. Operate and manage residential/resort passenger ships and any lawful activity related thereto.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

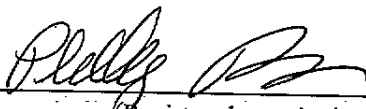
Name: Phillip M. Brazlavsky

Office Address: 5200 Blue Lagoon Drive, Suite 790

Miami, Florida 33126  
(City) (Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Henning Øglænd

Address: Dronning Mauds gt.1, Postboks 1780 Vika  
0122 Oslo, Norway

Director  
Vice Chairman: Frédy M. Dellis

Address: Regent Centre West, Building No. 2, Suite D, P.O. Box F-40967,  
Freeport, Bahamas

Director: Adam Aron

Address: Regent Centre West, Building No. 2, Suite D, P.O. Box F-40967,  
Freeport, Bahamas

Director: Einar Nagell-Erichsen

Address: Dronning Mauds gt.1, Postboks 1780 Vika  
0122 Oslo, Norway

B. OFFICERS

President: Frédy M. Dellis

nd CEO  
Address: Regent Centre West, Building No. 2, Suite D, P.O. Box F-40967,  
Freeport, Bahamas

Sr. Vice President: L. Andrew Wharton

to CFO  
Address: Regent Centre West, Building No. 2, Suite D, P.O. Box F-40967,  
Freeport, Bahamas

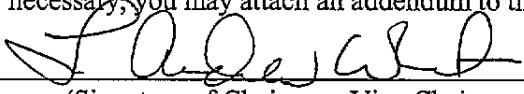
Secretary: Lex Ltd.

Address: Shirlaw House, Shirley Street, P.O. Box 55-19084, Nassau, Bahamas

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. SVP + CFO L. ANDREW WHARTON  
(Typed or printed name and capacity of person signing application)

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ADDENDUM TO APPLICATION BY FOREIGN CORPORATION  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

12. A. DIRECTORS

Director: Bryn Skaugen  
Address: Dronning Mauds gt. 1  
Postboks 1780 Vika  
0122 Oslo, Norway

Director: Atle Bergshaven  
Address: Dronning Mauds gt. 1  
Postboks 1780 Vika  
0122 Oslo, Norway

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**COMMONWEALTH OF THE BAHAMAS**  
**THE INTERNATIONAL BUSINESS COMPANIES ACT 2000**  
(No. 45 of 2000)

**CERTIFICATE OF GOOD STANDING** (Section 189)

No. **39,039 B**      **RESIDENSEA LTD.**

I, **CEDRIC F. MOXEY**.....**ASST.** , Registrar General of the Commonwealth of The Bahamas DO HEREBY CERTIFY:

1. The above Company was duly (incorporated) (~~continued~~) under the provision of the International Business Companies Act on the **28TH** day of **DECEMBER, 1995** as a Company No. **39,039B** of the Register of International Business Companies.
2. The name of the Company is still on the Register of the International Business Companies and the Company has paid all fees, licence fees and penalties due and payable under the provisions of Sections **175** and **194** of the said Act.
3. The Company has not submitted to me Articles of Merger or Consolidation that have not yet been effective.
4. The Company has not submitted to me Articles of Arrangement that has not yet become effective
5. The Company is not in the process of being wound up and dissolved.
6. No proceedings have been instituted to strike the name of the Company off the said Register.
7. In so far as is evidenced by the documents filed with me the Company is in good legal standing.

Given under my hand and seal at Nassau  
in the Commonwealth of The Bahamas  
this **31ST** day of **JULY, 2001**

\* 2000 (No. 45 of 2000)

  
.....  
**ASST. REGISTRAR GENERAL**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA