Wednesday, August 7, 2002

Registration Section Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399 600006971226---7 -08/08/02--01032--003 *****78.75 ******78.75

<u>Federal Express / Thursday Delivery</u> Tracking No. 7905-7935-3772

RE: Application for Authorization to Transact Business in Florida

Scotia Prince Cruises Limited

Gentlemen:

This firm represents Scotia Prince Cruises Limited, a Bermuda corporation. Enclosed is our client's Application for Authorization to Transact Business in Florida, an original certificate of good standing issued by the Bermuda Registrar of Companies on July 26, 2002, and our check in the sum of \$78.75, representing the fees for filing and a certified copy.

Please file this application at your earliest convenience. Thank you for your consideration in this matter. If you have any questions or problems, please call me prior to rejecting the filing.

woa-23027

AL

Sincerely,

cc:

Scotia Prince Cruises

TRANSMITTAL LETTER

TO: Registration Sec Division of Cor			-	
SUBJECT:	SCOTIA PRINC	CE CRUISES LIMITED	INCORPORATED	
30b3EC1	(Name of corporation	n - must include suffix)		
Dear Sir or Madam:				
The enclosed "Applicat "Certificate of Existenc to transact business in F	ion by Foreign Corporation for Ae", and check are submitted to related.	Authorization to Transact legister the above reference	Business in Florida", ed foreign corporation	· · · · · · · · · · · · · · · · · ·
Please return all corresp	ondence concerning this matter	to the following:	EAST FI	
	Steven C. Cronig		ASSE -6 F	
	(Name of	Person)	파우 로 ㅁ	
	Steven Carlyle Croni	g & Associates, P.A	THOSE SE	_
	(Firm/Con	npany)	를 53	
	3250 Mary Street, Su	ite 307		
	(Addre	ess)		· · · · · · · · · · · · · · · · · · ·
	Coconut Grove, Flori	da 33133		<u></u>
	(City/State a	nd Zip code)		v.r.i u
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For further information	concerning this matter, please ca	all:		
Steven C. Croni	· \ \) 444-6300	-	
(Name of Person	on) (Area C	Code & Daytime Telephone	e Number)	
STREET ADDRESS: Registration Section Division of Corporation 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	口 \$78.75 Filing Fee & 哲 Certificate of Status	\$78.75 Filing Fee & Certified Copy	□ \$87.50 Filing Fee, Certificate of Status & Certified Copy	

Steven Carlyle Cronig & Associates, P.A.

ATTORNEYS AT LAW

Thursday, September 5, 2002

Registration Section Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

<u>Federal Express / Friday Delivery</u> Tracking No. 7900-4921-6621

RE: Application for Authorization to Transact Business in Florida

Scotia Prince Cruises Limited Incorporated

Document #W02000023027

Gentlemen:

This firm represents Scotia Prince Cruises Limited, a Bermuda corporation. On August 9, 2002, we submitted our client's application for authorization to transact business in Florida. The application was rejected due to the absence of the word "corporation" or similar words.

I spoke with your department recently and confirmed that filing the registration under the name "Scotia Prince Cruises Limited Incorporated" would comply sufficiently with the statute for registration. Enclosed is the revised application, together with an original certificate of good standing from the Bahamas. Please file this application at your earliest convenience.

Thank you for your consideration in this matter. If you have any questions or problems, please call me.

Sincerely,

Scotia Prince Cruises

cc:

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.

(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.) 468 Commercial Street, Portland, Maine 04101 (Principal office address) c/o MCH, 6315 Mistwood Lane, Rapidan, VA 22733 (Current mailing address) Operation of Commercial Cruise Ferry (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) (Purpose(s) of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable) Name: Steven C. Cronig	WOIDIEM NI OI	W. C. 1. C.		
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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	designated in th	s application, I hereby accept the appointment as registered agent and complete performance of my	v	
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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	duties, and I am	Jamiliar with and accept the dougations of my position as register on agreement		
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the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction			=	
the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction	11. Attached is	a certificate of existence duly authenticated, not more than 90 days prior to delivery of this applica	tion to	
under the law of which it is incorporated.	the Department	of State, by the Secretary of state or other official having custody of corporate records in the jurisc	liction	
	under the law of	which it is incorporated.		
			مستر به ۱۹۵ ۵ - ۲۰۰۰ مستر	

12. Names and business addresses of officers and/or directors: A. DIRECTORS - Managing Directors Chairman: Prof. Matthew C. Hudson Address: c/o Conyors Dill & Pearman, Clarendon House, 2 Church Street, POB HM 666 Hamilton HM CX Bermuda Vice Chairman: Pamela Hudson Address: _____c/o Conyers Dill & Pearman, Clarendon House, 2 Church Street, POB HM 666 Hamilton HM CX Bermuda Director: Graham Collis Address: c/o Conyers Dill & Pearman, Clarendon House, 2 Church Street, POB HM 666 Hamilton HM CX Bermuda____ B. OFFICERS President: Vice President: Address: Address: ____ NOTE: If necessary, you may attack an addendum to the application listing additional officers and/or directors.

(Typed or printed name and capacity of person signing application)

Prof. Matthew C. Hudson, Managing Director

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



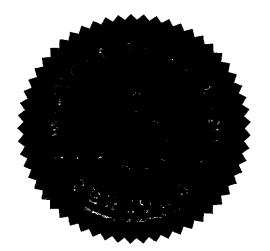
BERMUDA MINISTRY OF FINANCE CERTIFICATE OF COMPLIANCE

OZ SEP -6 PM 1: 5:
SEGRETARY OF LAT

I, Pamela L. Adams, Acting Registrar of Companies of the Islands of Bermuda, do hereby certify that

Scotia Prince Cruises Limited

is a Company duly incorporated under the laws of Bermuda and is, at the date of this Certificate, in good standing.



Given under my hand and the Seal of the REGISTRAR OF COMPANIES this

26th-day of July, 2002

Pamela L Adams

Acting Registrar of Companies