2007 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jul 18, 2007 8:00 am
Secretary of State
07-18-2007 90047 008 ***150.00

DOCUMENT # F02000005891

1. Entity Name
OCEANIA CRUISES, INC.

401258J5

Principal Place of Business	Mailing Address
8300 NW 33RD STREET SUITE 308 MIAMI, FL 33122	8300 NW 33RD STREET SUITE 308 MIAMI, FL 33122

07052007 Chg-P CR2E034 (12/06)

2. Principal Place of Business - No P.O. Box #	3. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
City & State	City & State
Zip / Country	Zip / Country

4. FEI Number 98-0382033 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent	7. Name and Address of New Registered Agent
PINON, GEMA M 8300 SW 33RD STREET SUITE 308 MIAMI, FL 33122	Name Street Address (P.O. Box Number is Not Acceptable) City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ DATE
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

FILE NOW!!! FEE IS $150.00
Due by September 14, 2007

9. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees

In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.

10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	DPCE DEL RIO, FRANK 8300 NW 33RD STREET STE 308 MIAMI, FL 33122	☐ Delete	Chairman & CEO, D	☒ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	SCFO SAN MIGUEL, LUIS 8300 NW 33RD STREET STE 308 MIAMI, FL 33122	☐ Delete	President Robert Binder 8300 N.W. 33rd Street, Suite 308 Miami, FL 33122.	☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	DC WATTERS, JOSEPH A 8300 NW 33RD STREET STE 308 MIAMI, FL 33122	☑ Delete	Director Adam Aron c/o Apollo Management, L.P. 9 West 57th Street, 43rd Floor, NY NY 10019	☐ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	SVP GONZALEZ, VICTOR 8300 NW 33RD STREET STE 308 MIAMI, FL 33122	☐ Delete	Director, Anthony Civale c/o Apollo Management, L.P. 9 west 57th St 43rd Floor ny, ny 10019	☐ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	SVHO LINDSAY, ROBIN 8300 NW 33RD STREET STE 308 MIAMI, FL 33122	☐ Delete	Director, Steven Martinez c/o Apollo Management, L.P. 9 west 57th St, 43 Floor ny ny 10019	☐ Change ☑ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	VP PINON, GEMA M 8300 NW 33RD STREET STE 308 MIAMI, FL 33122	☐ Delete	Director, Rick Press c/o Apollo Management, L.P. 9 west 57th St, 43rd Floor ny, ny 10019	☐ Change ☑ Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: _____
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #