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**F95000004445**

WHITEN DIAL

September 12, 1995

(404) 221-6509

**VIA FEDERAL EXPRESS**

Qualification / Tax Lien Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

800001583818  
-09/13/95--01047--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

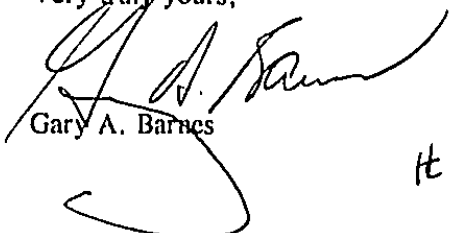
RE: Royal Venture Cruise Line, Inc.

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," Certificate of Existence and check for \$70.00 are submitted to register the above-referenced foreign corporation to transact business in Florida. Please return all correspondence regarding this matter to: Gary A. Barnes, Esq., Gambrell & Stolz, One Peachtree Center, Suite 4300, 303 Peachtree Street, N.E., Atlanta, Georgia 30308.

Should you need to call someone concerning this matter, please call: Gary A. Barnes, Esq., Gambrell & Stolz, One Peachtree Center, Suite 4300, 303 Peachtree Street, N.E., Atlanta, Georgia 30308, (404) 577-6000.

Very truly yours,

  
Gary A. Barnes

GAB:pac  
Enclosures

cc: Mr. E. James Grethe (w/enc.)  
28544

lt 9/13

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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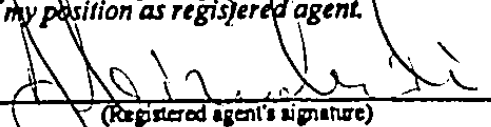
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

**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. ROYAL VENTURE CRUISE LINE, 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. GEORGIA  
(State or country under the law of which it is incorporated)
3. 58-2191314  
(FEI number, if applicable)
4. JUNE 27, 1995  
(Date of Incorporation)
5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")
6. SEPTEMBER 1, 1995  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. ROYAL VENTURE CRUISE LINE, INC.  
3725 DAVINCI COURT, SUITE 100, NORCROSS, GEORGIA 30092  
(Current mailing address)
8. TO OPERATE A PLEASURE CRUISE LINE  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: ANASTASIOS N. KIRIAKIDIS  
Office Address: 2727 Ulmerton Road, Suite 3A  
Clearwater, Florida, 34622  
(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.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: ANASTASIOS N. KIRIAKIDIS

Address: 3725 DaVinci Court, Suite 100, Norcross, Georgia 30092

Vice Chairman: E. JAMES GRETHE

Address: 3725 DaVinci Court, Suite 100, Norcross, Georgia 30092

Director: NABEEL K. ESFAHANI

Address: 3725 DaVinci Court, Suite 100, Norcross, Georgia 30092

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: NABEEL K. ESFAHANI

Address: 3725 DaVinci Court, Suite 100, Norcross, Georgia 30092

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

CEO/  
Secretary: ANASTASIOS N. KIRIAKIDIS

Address: 3725 DaVinci Court, Suite 100, Norcross, Georgia 30092

Treasurer: E. JAMES GRETHE

Address: 3725 DaVinci Court, Suite 100, Norcross, Georgia 30092

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. E. JAMES GRETHE, VICE CHAIRMAN  
(Typed or printed name and capacity of person signing application)

**Secretary of State**  
**Business Information and Service**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER 1 952410412  
CONTROL NUMBER 1 9519304  
DATE INC/AUTH/FILED 06/27/1995  
JURISDICTION 1 GEORGIA  
PRINT DATE 1 00/29/1995  
FORM NUMBER 1 0211

GAMBRELL & STOLZ  
GARY A. BARNES  
303 PEACHTREE ST, NE, STE 4300  
ATLANTA, GA 30308

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DIVISION OF CORPORATIONS  
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**CERTIFICATE OF EXISTENCE**

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**ROYAL VENTURE CRUISE LINE, INC.**  
**A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



*Max Cleland*  
**MAX CLELAND**  
**SECRETARY OF STATE**