

F97000000971



ACCOUNT NO. : 072100000032

REFERENCE : 823834 4351991

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 35.00

FILED
00 SEP -8 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 7, 2000

ORDER TIME : 12:48 PM

ORDER NO. : 823834-010

CUSTOMER NO: 4351991

600003386926--8

CUSTOMER: Ms. Mary Kay Jubert
Carlson Companies
1405 Xenium Lane North
Plymouth, MN 55441

CHANGE OF AGENT

NAME: RADISSON SEVEN SEAS CRUISES,
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

RECEIVED
00 SEP -8 PM 1:40
DIVISION OF CORPORATION

G. COULLETTE SEP - 8 2000

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Minnesota submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation is: Radisson Seven Seas Cruises, Inc (formerly Radisson Wilmington Corp.)
2. The mailing address of the corporation is: Mary Ann Fallon, Carlson Companies, Inc, 1405 Xenium Lane, Plymouth MN 55441
3. Date of incorporation/qualification: 02/24/1997 Document number: F97000000971
4. The name and address of the current registered agent and office:

Caprolite Corp.
One S.E. Third Ave
Miami FL 33131

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- 5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Ralph W. Beha (Signature of officer, chairman or vice chairman of the board) 8/30/2000 (Date)

Ralph W. Beha Vice President and Secretary (Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

By: [Signature] 9-7-00 (Signature of Registered Agent) (Date)

If signing on behalf of an entity: Sheryl A. Gibbs Asst. V.P. (Typed or Printed Name) (Capacity)

*** FILING FEE: \$35.00 ***

RADISSON SEVEN SEAS CRUISES, INC.
(formerly Radisson Wilmington Corporation) (MN 3-31-78)

Marilyn Carlson Nelson	Chair of the Board
Curtis C. Nelson	Chief Executive Officer
Mark Conroy	President & Chief Operating Officer
Roy Grimsland	Vice President-Sales
Paul Goodwin	Vice President-Pricing and Planning
Maggie Mantia	Vice President-Charter and Incentive Sales
Donna Remillard	Vice President-Marketing
Robert L. Zambreno	Vice President-Controller
D. M. Hamann	Vice President-Tax
John M. Diracles, Jr.	Vice President-Treasurer
Susan Lethbridge	Vice President-National and International Sales
Christian Sauleau	Vice President-Operations
Ralph W. Beha	Vice President & Secretary
Robert S. Berkwitz	Vice President-Legal & Assistant Secretary

Directors:

Marilyn Carlson Nelson
Curtis C. Nelson