| F. 98C | COOCCE Por's Name |)0133° |
|-------------------------------|---|--|
| A | ddress | |
| City/State/Zip | Phone # | Office Use Only |
| 1. Premier (Corporation | E(S) & DOCUMENT NUM Name) (Do | current #) |
| 2. (Corporation | Name) (Do | cument #) SECRETAR AR -9 |
| (Corporation 4(Corporation | | cument #) AM 8: TATE Cument #) Cument #) Cument #) |
| Walk in Pic | k up timePhotocopy | Certified Copy Certificate of Status 3/12 |
| | AMENDMENTS Amendment | |
| NonProfit Limited Liability | Resignation of R.A., Officer/ Direct Change of Registered Agent | tor $1.198-5217$ |
| Other Other | Dissolution/Withdrawal Merger | SION OF |
| Annual Report Fictitious Name | REGISTRATION/ QUALIFICATION Foreign | OIVISION OF CORPORATION |
| Name Reservation | Limited Partnership Reinstatement | ₹ |
| | Trademark Other | |

Examiner's Initials

CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 9, 1998

SUNSTATE RESEARCH

SUBJECT: PREMIER CRUISES LTD. Ref. Number: W98000005217

We have received your document for PREMIER CRUISES LTD. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays Document Specialist

Letter Number: 698A00012735

SECRETARY OF STATE DIVISIONS

Jill Zammas,

Asst. Secretary

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. (Na abi or) 2 (St | PREMIER CRUISES LTD. TOC. ame of corporation: must include the word 'NCORPORATED", 'COMPANY", 'CORPORATION" or words of breviations of like import in language as will clearly indicate that it is a corporation instead of a natural personant partnership if not so contained in the name at present.) Commonwealth of Bermuda ate or country under the law of which it is incorporated) 11/7/97 5. Perpetual (Duration: Year corp. will cease to exist or 'perpetual') upon qualification Data first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.) C/O AGS, 201 S. Biscayne Blvd. | 98 MAR -0 | SECRETAF DIVISION FI |
|-----------------------|--|-----------|-------------------------|
| 7 | c/o AGS, 201 S. Biscayle Bivd: 1600 Miami Center Miami, FL 33131 | 9 AM | XY OF DED |
| - | (Current mailing address) | င္ပဲ | 号S 子 又 |
| 8 | Anything lawful under the laws of the State of Florida. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) Name and street address of Florida registered agent: | |)NS = |
| 9. | Corneration Company of Miami | | |
| | Name. | | |
| | Office Address: 1600 Miami Center | | · · |
| | Miami , Florida , 33131 (Zip Code) | | _ 1.55 |
| Ha co re | D. Registered agent's acceptance: aving been named as registered agent and to accept service of process for the above sorporation at the place designated in this application, I hereby accept the appointment of the process of the act in this capacity. I further agree to comply with the proving stered agent and agree to act in this capacity. I further agree to comply with the proving stered agent and the proper and complete performance of my duties, and I am fair that accept the obligations of my position as registered agent. Corporation Company of Miami | SION | S |

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.

| -ddro | and addresses of officers and/or directors: (Street so ONLY- P. O. Box NOT acceptable) TORS (Street address only- P. O . Box NOT acceptable) | | |
|------------------------|--|-----------------|---------------------------------------|
| A, DIREC | ease Kier | | |
| Chairman: I | 901 S. America Way | -= | |
| Address: | | | |
| | Miami, FL 33132 | . , | |
| Deputy xxxxe Chairm | an: Larry B. Magnan | | |
| Address: | 901 S. America Way | | |
| | Miami, FL 33132 | | |
| | Changhy | . X . ' | |
| | onle America Wav | | |
| Address: _ | Miami, FL 33132 | | |
| | | | |
| Director: . | Henrik Von Flaten | - | |
| Address: _ | 901 S. America Way | DIXIS SE | 13 |
| B.OFFICERS | Miami, FL 33132 PLEASE SEE ATTACHED LIST OF ADDITIONAL DIRECTORS Street address only- P. O. Box NOT acceptable) | A. | ं : - ग् |
| President: | Larry B. Magnan | - <u>- 2</u> | <u>:</u> |
| Address: _ | 901 S. America Way | SI | |
| ga | Miami, FL 33132 | SHOWS JEE | , |
| mec.Vice Presi | dent: Hans Rood | ຸ ແກ | |
| | 901 S. America Way | . - | |
| 11442000. | Miami FL 33132 | ید • | |
| | | <u></u> | |
| Secretary | Cedar House, 41 Cedar Avenue | | |
| Address: | | - | :- ::. |
| VD/Assistānt | Hamilton, Bermuda HM 12 Secretary/ Einar Gruner-Hegge | | · · · · · · · · · · · · · · · · · · · |
| Treasurer | Einar: Gruner-Hegge | - · - | . * :4 · * · * · * · · · · |
| Address: | 901 S. America Way Miami, FL 33132 PLEASE SEE ATTACHED LIST OF AL | n. Mari T. (| OFFICEI |
| | Miami, FL 33132 PLEASE SEE ATTACHED LIST OF AL | no. n | |
| NOTE: If | necessary, you may attach an addendum to the application dditional officers and/or directors. | | |
| | | | : : |
| 13. <u>v</u> | No. Cook Nature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) | | |
| . ш | ANS ROOD EXECUTIVE VICE PRESIDENT | | |
| ± 7 | od or printed name and capacity of person signing application) | | |

ATTACHMENT TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA FOR: PREMIER CRUISES LTD.

12.A. Directors

Pal Lund-Roland 901 S. America Way Miami, FL 33132

12.B. Officers

Morten Mathiesen Exec. VP

901 S. America Way

Miami, FL 33132

MIA95 202418.1 - JEZ



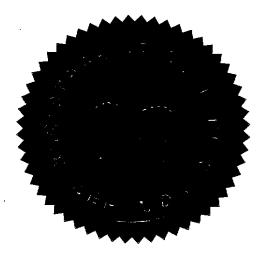
BERMUDA

MINISTRY OF FINANCE CERTIFICATE OF COMPLIANCE

I, Cynthia M. Thomas, Assistant Registrar of Companies of the Islands of Bermuda, do hereby certify that

Premier Cruises Ltd.

is a Company duly incorporated under the laws of Bermuda and is, at the date of the Certificate, authorised to exercise the powers vested in that Company.



Given under my hand and the Seal of the REGISTRAR OF COMPANIES this 4th day of March, 1998.

Cynthia M. Thomas

Assistant Registrar of Companies