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1199-22652

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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Costa International BV LLC

File and

- ☐ Walk In  
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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other LLC

- ☐ Certificate of FICTITIOUS NAME  
☐ FICTITIOUS NAME SEARCH  
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DIVISION OF CORPORATIONS

MJH

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 1, 1999

UCC FILING & SEARCH SERVICES

SUBJECT: COSTA INTERNATIONAL B.V. L.L.C.  
Ref. Number: W99000022652

**RUSH**

*corrected.*

We have received your document for COSTA INTERNATIONAL B.V. L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 499A00047785

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OCT -7 PM 3:27  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Costa International B.V. L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. The Netherlands  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-2174740  
(FEI number, if applicable)
4. October 22, 1979  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January 1, 1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 80 S.W. 8 St., #2700  
Miami, Florida 33130  
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Pier Luigi Foschi</u> <u>Via XII Ottobre, 2</u> <u>16121 Genoa, Italy</u>	<u>Manager</u>		
<u>Alfred Rossi</u> <u>Via XII Ottobre, 2</u> <u>16121 Genoa, Italy</u>	<u>Manager</u>		
<u>B.V. Maatschappij Voor</u> <u>Executiele en Trustzaken</u> <u>Herengracht 548</u> <u>1017 CG Amsterdam, The</u> <u>Netherlands</u>	<u>Manager</u>		

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)



Stibbe Simont Monahan Duhot  
Mr J.H.M. Carlier  
notaris  
Postbus 75640  
1070 AP Amsterdam

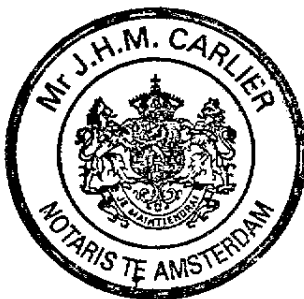
CA/680927.crt/1

CERTIFICATE

The Undersigned, Johannes Henderikus Maria Carlier, civil law notary, officiating in Amsterdam, herewith certifies,

1. that **Costa International B.V.** ("the Company"), with official seat in Amsterdam has been duly incorporated under the laws of the Netherlands on October 22, 1979;
2. that the Company's articles of association were last amended by deed executed before the undersigned, civil law notary, on September 23, 1998, in respect of which amendment the ministerial approval of non-objection was granted on September 15, 1998, under number B.V. 217.765;
3. that the Company is validly existing as a private company with limited liability ("besloten vennootschap met beperkte aansprakelijkheid");
4. that the Company is registered with the Trade Register of the Chamber of Commerce in Amsterdam under number 33158612.

Signed in Amsterdam, on September 6, 1999.



APOSTILLE

(Convention de La Haye du 5 Octobre 1961)

Country: The Netherlands  
This public document has been signed by:  
Mr J.H.M. Carlier  
acting in the capacity of:  
notaris te Amsterdam  
bears the seal/stamp of:  
Mr J.H.M. Carlier  
Certified by the Registrar of the Court in  
Amsterdam, no:

06 SEP 1999 \* 013975

Signed by: J.M.A. van Loef.



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Costa International B.V. L.L.C.

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL 33324

City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

C T Corporation System

Barbara A Burke  
(Signature)

**BARBARA A. BURKE  
SPECIAL ASSISTANT SECRETARY**

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Costa  
International B.V. L.L.C. certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is Norwegian Guilders \$46,989,310;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 7,899,510;  
(A description of the property is attached and made a part hereto.)  
and

4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is NG \$54,888,820.  
(This total includes amounts from 2 and 3 above.)

COSTA CROCIERE S.p.A.

By: 

**Signature of a member or an authorized representative of a member.**  
(In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

Pier Luigi Foschi

Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

DESCRIPTION OF STOCK INTERESTS  
OWNED BY  
COSTA INTERNATIONAL B.V. L.L.C.

<u>Company</u>	<u>Interest</u>
Linea "C" San Paolo	96.34%
Linea "C" Francof	100%
Coles N.Y. (Costa Line Services New York)	100%
Linea "C" Baires	96%
Tritonia	100%
Costa France	50%
Costa Line Toronto	100%
Costa Line N.V.	100%
Saudi National Line	46%