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FILED
Aug 01 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **N34396** (4)
1. Corporation Name

ROYAL CARIBBEAN CRUISE LINE CHARITIES INC.



Principal Place of Business 1050 CARIBBEAN WAY C/O LEGAL DEPARTMENT MIAMI FL 33132	Mailing Address 1050 CARIBBEAN WAY C/O LEGAL DEPARTMENT MIAMI FL 33132-2028
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2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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3. Date Incorporated or Qualified 09/28/1989	3a. Date of Last Report 04/18/1996
4. FEI Number 65-0171863	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent SMITH, MICHAEL J. 1050 CARIBBEAN WAY MIAMI FL 33132	
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10. Name and Address of New Registered Agent	
81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL 85 Zip Code

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 617.0503, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS	
TITLE	DP <input type="checkbox"/> DELETE
NAME	FAIN, RICHARD D.
STREET ADDRESS	1050 CARIBBEAN WAY
CITY-ST-ZIP	MIAMI FL 33132
TITLE	D <input type="checkbox"/> DELETE
NAME	MCLEOD, RODERICK K.
STREET ADDRESS	1050 CARIBBEAN WAY
CITY-ST-ZIP	MIAMI FL 33132
TITLE	V <input type="checkbox"/> DELETE
NAME	FOX, JOHN
STREET ADDRESS	1050 CARIBBEAN WAY
CITY-ST-ZIP	MIAMI FL 33132
TITLE	T <input type="checkbox"/> DELETE
NAME	DUBBIN, KENNETH
STREET ADDRESS	1050 CARIBBEAN WAY
CITY-ST-ZIP	MIAMI FL 33132
TITLE	S <input type="checkbox"/> DELETE
NAME	SMITH, MICHAEL J
STREET ADDRESS	1050 CARIBBEAN WAY
CITY-ST-ZIP	MIAMI FL 33132
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	STEPHAN, EDWIN W.
1.3 STREET ADDRESS	1050 CARIBBEAN WAY
1.4 CITY-ST-ZIP	MIAMI, FL 33132
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE  **KENNETH D. DUBBIN** 7/21/97 (305) 539-6000

CR2E037 (9/96)