

# 2005 FOR PROFIT CORPORATION ANNUAL REPORT

**FILED**  
**May 04, 2005 8:00 am**  
**Secretary of State**

05-04-2005 90184 050 \*\*\*150.00

|                                                                               |                                                                                   |
|-------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|
| <b>DOCUMENT # P24295</b>                                                      |  |
| 1. Entity Name<br><b>ROYAL CARIBBEAN CRUISES LTD., A LIBERIAN CORPORATION</b> |                                                                                   |

|                                                                              |                                                                                      |
|------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|
| Principal Place of Business<br><b>1050 CARIBBEAN WAY<br/>MIAMI, FL 33132</b> | Mailing Address<br><b>C/O LEGAL DEPT.<br/>1050 CARIBBEAN WAY<br/>MIAMI, FL 33132</b> |
|------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|

|                                |         |                     |         |
|--------------------------------|---------|---------------------|---------|
| 2. Principal Place of Business |         | 3. Mailing Address  |         |
| Suite, Apt. #, etc.            |         | Suite, Apt. #, etc. |         |
| City & State                   |         | City & State        |         |
| Zip                            | Country | Zip                 | Country |

**50048301**



04142005 Chg-P CR2E034 (10/03)

|                                    |                                                        |
|------------------------------------|--------------------------------------------------------|
| 4. FEI Number<br><b>98-0081645</b> | Applied For<br><input type="checkbox"/> Not Applicable |
|------------------------------------|--------------------------------------------------------|

|                                                           |                                       |
|-----------------------------------------------------------|---------------------------------------|
| 5. Certificate of Status Desired <input type="checkbox"/> | <b>\$8.75</b> Additional Fee Required |
|-----------------------------------------------------------|---------------------------------------|

|                                                                                                                       |  |                                                    |  |
|-----------------------------------------------------------------------------------------------------------------------|--|----------------------------------------------------|--|
| 6. Name and Address of Current Registered Agent<br><b>SMITH, MICHAEL J<br/>1050 CARIBBEAN WAY<br/>MIAMI, FL 33132</b> |  | 7. Name and Address of New Registered Agent        |  |
|                                                                                                                       |  | Name                                               |  |
|                                                                                                                       |  | Street Address (P.O. Box Number is Not Acceptable) |  |
|                                                                                                                       |  | City                                               |  |
|                                                                                                                       |  | FL Zip Code                                        |  |

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

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

**FILE NOW!!! FEE IS \$150.00  
After May 1, 2005 Fee will be \$550.00**

9. Election Campaign Financing Trust Fund Contribution. ☐ **\$5.00** May Be Added to Fees

| 10. OFFICERS AND DIRECTORS                     |                                                                                                                     | 11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 |                                                                                               |
|------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|-----------------------------------------------------------------------------------------------|
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | SVP<br>BAUER RUDZKI, LISA<br>1050 CARIBBEAN WAY<br>MIAMI, FL 33132 <input type="checkbox"/> Delete                  | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP        | <input type="checkbox"/> Change <input type="checkbox"/> Addition<br><br>Please see attached. |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | CD<br>FAIN, RICHARD D<br>1050 CARIBBEAN WAY<br>MIAMI, FL <input type="checkbox"/> Delete                            | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                             |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | VS<br>SMITH, MICHAEL J<br>1050 CARIBBEAN WAY<br>MIAMI, FL 33132 <input type="checkbox"/> Delete                     | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                             |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | D<br>ARONSON, BERNARD W<br>1133 CONNECTICUT AV NW - STE 700<br>WASHINGTON, DC 20036 <input type="checkbox"/> Delete | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                             |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | D<br>ARNEBERG, TOR<br>110 NEARWATER LANE<br>DARIEN, CT 06820 <input checked="" type="checkbox"/> Delete             | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                             |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | P<br>WILLIAMS, JACK L<br>1050 CARIBBEAN WAY<br>MIAMI, FL 33132 <input checked="" type="checkbox"/> Delete           | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                             |

12. I 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 report or supplemental 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 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

**SIGNATURE:**

*Michael J. Smith*  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

(305) 539-6630

Date Daytime Phone #

Continuation of Section 11 of Annual Report - 2005  
 Royal Caribbean Cruises Ltd. - Officers and Directors

| Officer             | Title                                                  | Address            |       |    |       |          |
|---------------------|--------------------------------------------------------|--------------------|-------|----|-------|----------|
| Bayley, Michael     | SVP, Total Guest Satisfaction                          | 1050 Caribbean Way | Miami | FL | 33132 | Addition |
| Blumi, Bonnie S.    | SVP & Treasurer                                        | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Bonner, Michael S.  | VP, Corp. & Strategic Planning                         | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Danis, Jeffrey      | VP, Supply Chain Management                            | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Del Busto, Maria    | VP, Corporate Human Resources                          | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Fellen, Peter       | VP, New Build Tech Development                         | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Fox, John P.        | VP, Government Relations                               | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Gay, Bernard P.     | VP, Enterprise Tech & Ops                              | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Goldstein, Adam M.  | President, Royal Caribbean International               | 1050 Caribbean Way | Miami | FL | 33132 | Addition |
| Gould, Blair H.     | VP & Controller                                        | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Hahner, Nicholas D. | VP, Air/Sea                                            | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Kulovaara, Harri U. | SVP, Fleet Operations                                  | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Leon, Luis E.       | EVP, Chief Financial Officer                           | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Martenstein, Lynn   | VP, Corporate Communications                           | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Martin, William A.  | VP, Trade Support & Services                           | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Milan, Craig        | SVP, Royal Celebrity Tours                             | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Mumill, Thomas F.   | VP & Chief HR Officer                                  | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Rica, Brian J.      | EVP, Revenue Performance                               | 1050 Caribbean Way | Miami | FL | 33132 | Change   |
| Santoni, Douglas R. | VP, Revenue Management                                 | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Sastre, Maria A.    | VP, Latin America/Asia Pacific-Int'l Sales & Marketing | 1050 Caribbean Way | Miami | FL | 33132 | Change   |
| Shrut, Barbara L.   | VP, Customer Loyalty/Marketing                         | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Stanley, David N.   | VP, TGS Revenue                                        | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Stein, Bradley H.   | VP, Assistant Secretary                                | 1050 Caribbean Way | Miami | FL | 33132 | Change   |
| Sutton, Michael L.  | VP, Solutions Development                              | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Tercak, John F.     | VP, Commercial Development                             | 1050 Caribbean Way | Miami | FL | 33132 |          |
| White, Lynn M.      | VP, Tax & Risk Management                              | 1050 Caribbean Way | Miami | FL | 33132 |          |
| Wright, William S.  | SVP, Marine Operations                                 | 1050 Caribbean Way | Miami | FL | 33132 | Change   |

| Director             | Address                                               |
|----------------------|-------------------------------------------------------|
| John D. Chandris     | 17 Old Park Lane, London W1Y3LG, England              |
| Arvid Grundejoen     | Beddingen 8, Aker Brygge NO-0118, Oslo, Norway        |
| William Kinsey       | 2128 Summerland Heights Lane, Santa Barbara, CA 93108 |
| Laura Laviada        | Sierra Madre 525, Mexico D.F. 11000 Mexico            |
| Gert Munthe          | 227 North Murray Avenue, Ridgewood, New Jersey 07450  |
| Eyal Ofer            | 18 Upper Brook Street, London W1K7PU England          |
| Thomas J. Pritzker   | 200 W. Madison Street, Chicago, Illinois 60606        |
| William K. Reilly    | 345 California Street, San Francisco, CA 94104        |
| Bernt Reitan         | 390 Park Avenue, New York, NY 10022                   |
| Alexander Wilhelmsen | Beddingen 8, Aker Brygge NO-0118, Oslo, Norway        |

ATTACHMENT  
 #P24295-  
 50048301

MEMORANDUM

Royal Caribbean Cruises Ltd.

ATTACHMENT

#P24295-

52048301

TO: Florida Department of State

FROM: Fabiola Zubizarreta ~~X~~  
Assistant to Michael J. Smith

DATE: April 28, 2005

RE: 2005 Annual Report for Royal Caribbean Cruises Ltd., Celebrity Cruises Inc. and Royal Caribbean Merchandise, Inc.

---

Enclosed are the 2005 Annual Reports for the above referenced corporations, along with a check in the amount of \$150.00 for each report.

Please note that the additions made to last year's report for Royal Caribbean Merchandise Inc. were never incorporated, therefore, I have again included those additions on the new report.

Should you have any questions or need any further information, you can reach me at 305.539.6632.

Thank you.

