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FILED
Mar 04 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P31625 (7)
1. Corporation Name
COSTA CRUISE LINES N.V.



DO NOT WRITE IN THIS SPACE

Principal Place of Business WORLD TRADE CENTER 80 SOUTHWEST 8TH STREET MIAMI FL 33130		Mailing Address WORLD TRADE CENTER 80 SOUTHWEST 8TH STREET MIAMI FL 33130	
2. Principal Place of Business		2a. Mailing Address	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.
22	City & State	27	City & State
23	Zip	28	Zip
24	Country	29	Country
3. Date Incorporated or Qualified 11/01/1990		4. FEI Number 65-0221239	
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	
7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
85	Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, 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 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P	1.1 TITLE	
NAME	SCHIBUOLA, UBALDO	1.2 NAME	
STREET ADDRESS	80 SW 8TH STREET	1.3 STREET ADDRESS	
CITY - ST - ZIP	MIAMI FL	1.4 CITY - ST - ZIP	
TITLE	VS	2.1 TITLE	
NAME	CHRISTOPHER, DAVID	2.2 NAME	
STREET ADDRESS	80 SW 8TH STREET	2.3 STREET ADDRESS	
CITY - ST - ZIP	MIAMI FL	2.4 CITY - ST - ZIP	
TITLE	S	3.1 TITLE	
NAME	GALEF, STEVEN A.	3.2 NAME	
STREET ADDRESS	711 THIRD AVENUE	3.3 STREET ADDRESS	
CITY - ST - ZIP	NEW YORK NY	3.4 CITY - ST - ZIP	
TITLE	TV	4.1 TITLE	
NAME	FALCO, JOSEPH	4.2 NAME	
STREET ADDRESS	80 S.W. 8TH STREET	4.3 STREET ADDRESS	
CITY - ST - ZIP	MIAMI FL	4.4 CITY - ST - ZIP	
TITLE	D	5.1 TITLE	
NAME	COSTA, GIACOMO, IV	5.2 NAME	
STREET ADDRESS	%VIA G. D'ANNUZIO 2	5.3 STREET ADDRESS	
CITY - ST - ZIP	GENOA, ITALY	5.4 CITY - ST - ZIP	
TITLE	D	6.1 TITLE	
NAME	COSTA, NICOLA	6.2 NAME	
STREET ADDRESS	%VIA G. D'ANNUZIO 2	6.3 STREET ADDRESS	
CITY - ST - ZIP	GENOA, ITALY	6.4 CITY - ST - ZIP	

14. 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 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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Joseph Falco

JOSEPH FALCO

2-18-98

(305) 358-7325

CR2E034 (10/97)