


2008 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Apr 28, 2008 8:00 am
Secretary of State

04-28-2008 90350 018 ***150.00

DOCUMENT # V70990	
1. Entity Name ROYAL CARIBBEAN MERCHANDISE INC.	

Principal Place of Business 1050 CARIBBEAN WAY MIAMI, FL 33132	Mailing Address 1050 CARIBBEAN WAY C/O LEGAL DEPARTMENT MIAMI, FL 33132 US
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2. Principal Place of Business - No P.O. Box #	3. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
City & State	City & State
Zip	Country



04222008 Chg-P CR2E034 (12/06)

4. FEI Number 65-0366651	Applied For Not Applicable
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5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
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6. Name and Address of Current Registered Agent STEIN, BRADLEY H SEC 1050 CARIBBEAN WAY MIAMI, FL 33132	7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code
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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 _____ <small>Signature, typed or printed name of registered agent and title if applicable.</small>	(NOTE: Registered Agent signature required when reinstating)	DATE _____
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FILE NOW!!! FEE IS \$150.00 After May 1, 2008 Fee will be \$550.00	9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees
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10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CCEO FAIN, RICHARD D 1050 CARIBBEAN WY MIAMI, FL 33132 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	--- SEE ATTACHED LIST --- <input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SEC STEIN, BRADLEY H 1050 CARIBBEAN WAY MIAMI, FL 33132 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D ARONSON, BERNARD W 1133 CONNECTICUT AVE #700 WASHINGTON, DC 20031 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP GOULD, BLAIR H 1050 CARIBBEAN WAY MIAMI, FL 33132 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P GOLDSTEIN, ADAM M 1050 CARIBBEAN WAY MIAMI, FL 33132 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D REITAN, BERNT 1050 CARIBBEAN WAY MIAMI, FL 33132 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS 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 exemptions contained in Chapter 119, 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 an other like empowered.

SIGNATURE:  Bradley H. Stein, Secretary		4/23/08	305-539-6631
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ATTACHMENT

40084784

#V70990

ROYAL CARIBBEAN MERCHANDISE INC.

Officers and Directors

Officer/Director	Title	Address
Richard D. Fain	Chairman & CEO	1050 Caribbean Way, Miami, Florida 33132
Adam M. Goldstein	President	1050 Caribbean Way, Miami, Florida 33132
Brian J. Rice	EVP and Chief Financial Officer	1050 Caribbean Way, Miami, Florida 33132
Antje M. Gibson	Vice President & Treasurer	1050 Caribbean Way, Miami, Florida 33132
Henry L. Pujol	Vice President & Controller	1050 Caribbean Way, Miami, Florida 33132
Bradley H. Stein	Secretary	1050 Caribbean Way, Miami, Florida 33132
Richard D. Fain	Director	1050 Caribbean Way, Miami, Florida 33132
Bernard W. Aronson	Director	1050 Caribbean Way, Miami, Florida 33132
Arvid Grundekjoen	Director	1050 Caribbean Way, Miami, Florida 33132
Eyal Ofer	Director	1050 Caribbean Way, Miami, Florida 33132
Bernt Reitan	Director	1050 Caribbean Way, Miami, Florida 33132