The Cruise Lines International Association Agreement

OCEAN CRUISE LINES, INC.
1510 SE 17th Street
Ft. Lauderdale, FL 33316

OCEANIC CRUISES
c/o SMI Group, Inc.
188 The Embarcadero, Suite 500
San Francisco, CA 94105

OCEAN QUEST INTERNATIONAL
512 S. Peters Street, #202
New Orleans, LA 70130

PAQUET FRENCH CRUISES
240 South County Road
Palm Beach, FL 33480

PREMIER CRUISE LINES
101 George King Boulevard
Pt. Canaveral, FL 32920

PRINCESS CRUISES
10100 Santa Monica Blvd.
Los Angeles, CA 90067

REGENCY CRUISES
260 Madison Avenue
New York, NY 10016

RENAISSANCE CRUISES, INC.
1800 Eller Drive, Suite 300
Ft. Lauderdale, FL 33335-0307

ROYAL CARIBBEAN CRUISE LINE, INC.
903 South America Way
Miami, FL 33132

ROYAL CRUISE LINE
1 Maritime Plaza
Suite 1400
San Francisco, CA 94111

ROYAL VIKING LINE
95 Merrick Way
Coral Gables, FL 33134
The Cruise Lines International Association Agreement

SEABOURN CRUISE LINE
55 Francisco Street
San Francisco, CA 94133

SEVEN SEAS CRUISE LINE, LTD.
Hibiya Central Building, 14th Floor
2-9 Nishi-Shinbashi 1-chome
Minato-Ku, Tokyo 105, Japan

EFFECTIVE
2/19/90

SOCIETY EXPEDITIONS CRUISES
3131 Elliott Avenue
Suite 700
Seattle, WA 98121

SUN LINE CRUISES
1 Rockefeller Plaza
Suite 315
New York, NY 10020

WINDSTAR SAIL CRUISES
300 Elliott Avenue West
Seattle, WA 98119

WORLD EXPLORER CRUISES
555 Montgomery Street
San Francisco, CA 94111
SIGNATURE PAGE

IN WITNESS WHEREOF, the below listed parties, constituting the Member Lines of the Cruise Lines International Association ("CLIA"), have caused this modification to Third Revised Page No. 5 and Third Revised Page No. 6 FMC Agreement No. 10071, to be executed on their behalf by their authorized representative, James G. Godsman, President of CLIA, this Eighth day of February, 1990. The modifications state the current membership of CLIA.

Admiral Cruises
American Hawaii Cruises
B.S.L. Cruises
Carnival Cruise Lines
Chandris Cruises
Clipper Cruise Line
Commodore Cruise Line, Ltd.
Costa Cruises
Crown Cruise Line
Crystal Cruises
Cunard Line, Ltd.
Cunard/Norwegian American Cruises
Cunard Sea Goddess
Delta Queen Steamboat Co.
Dolphin Cruise Line
Dolphin Hellas Cruises
Epirotiki Lines, Inc.
Holland America Line
Norwegian Cruise Line
Ocean Cruise Lines, Inc.
Oceanic Cruises
Ocean Quest International
Paquet French Cruises
Premier Cruise Lines
Princess Cruises
Regency Cruises
Royal Caribbean Cruise Line, Inc.
Royal Cruise Line
Royal Viking Line
Seabourn Cruise Line
Society Expeditions Cruises
Sun Line Cruises
Windstar Sail Cruises
World Explorer Cruises

James A. Gotsman, President of CLIA
and only authorized representative of
the CLIA Member Lines