ARTICLE 3 - PARTIES TO THE AGREEMENT

The parties to this Agreement are:

ADIMIRAL CRUISES
1050 Caribbean Way
Miami, FL 33132

AMERICAN HAWAII CRUISES
550 Kearny Street
San Francisco, CA 94108

CARNIVAL CRUISE LINES
3655 NW 87th Avenue
Miami, FL 33178

CHANDRIS CRUISE COMPANIES
5200 Blue Lagoon Drive
Miami, FL 33136

CLIPPER CRUISE LINE
Windsor Building
7711 Bonhomme Avenue
St. Louis, MO 63105-1965

CLUB MED SALES, INC.
40 West 57th Street
New York, NY 10019

COMMODORE CRUISE LINE, LTD.
800 Douglas Road, Suite 600
Coral Gables, FL 33134

COSTA CRUISE LINE
World Trade Center Bldg.
80 SW 8th Street
Miami, FL 33132
CROWN CRUISE LINE
800 Douglas Road, Suite 700
Coral Gables, FL 33134

CRYSTAL CRUISES
2121 Avenue of the Stars
Los Angeles, CA 90067

CUNARD LINE, LTD.
555 Fifth Avenue
New York, NY 10017

DELTA QUEEN STEAMBOAT CO.
30 Robin Street Wharf
New Orleans, LA 70130

DIAMOND CRUISE
2875 NE 191st Street, Suite #304
N. Miami Beach, FL 33180

DOLPHIN CRUISE LINE
901 South America Way
Miami, FL 33132-2073

DOLPHIN HELLAS CRUISES
757 Deep Valley Drive
Rolling Hills Estates, CA 90274

EPIROTIKI LINES, INC.
551 Fifth Avenue
New York, NY 10017

HOLLAND AMERICA LINE
300 Elliott Avenue West
Seattle, WA 98119

MAJESTY CRUISE LINE
901 South America Way
Miami, FL 33132

NORWEGIAN CRUISE LINE
95 Merrick Way
Coral Gables, FL 33134
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SEABOURN CRUISE LINE
55 Francisco Street
San Francisco, CA  94133

SEAWIND CRUISE LINE
1750 Coral Way
Miami, FL  33145

SEVEN SEAS CRUISE LINE, LTD.
Box 12078
555 West Hastings Street, Suite 200
Vancouver, British Columbia V6B 4N5

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

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

WINDSTAR 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 Fifth Revised Page No. 3, Fourth Revised Page No. 4, Sixth Revised Page No. 6 of FMC Agreement No. 003-010071, to be executed on their behalf by their authorized representative, James G. Godsmen, President of CLIA, this 25th day of November, 1991. The modifications state the current membership of CLIA.

Admiral Cruises
American Hawaii Cruises
Carnival Cruise Lines
Chandris Cruises
Clipper Cruise Line
Club Med Sales, Inc.
Commodore Cruise Line, Ltd.
Costa Cruises
Crown Cruise Line
Crystal Cruises
Cunard Line, Ltd.
Delta Queen Steamboat Co.
Diamond Cruise
Dolphin Cruise Line
Dolphin Hellas Cruises
Epirotiki Lines, Inc.
Holland America Line
Norwegian Cruise Line
Ocean Cruise Lines, Inc.
Oceanic Cruises
Paquet French Cruises
Premier Cruise Lines
Princess Cruises
Regency Cruises
Renaissance Cruises, Inc.
Royal Caribbean Cruise Line, Inc.
Royal Cruise Line
Royal Viking Line
Seabourn Cruise Line
Seawind Cruise Line
Seven Seas Cruise Line, Ltd.
Sun Line Cruises
Windstar Sail Cruises
World Explorer Cruises

James G. Godsman, President of CLIA
and duly authorized representative of
the CLIA Member Lines

FMC/signpg
11/25/91