FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 11-10-1999

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Correspondent	t Name and Address Area Code and Telephone Number	703 416-4677		
Name	Jeffrey A Smith Csq.			
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Jeffrey A. Smith White Smith 11/8/99				
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Other (Designation must be a separate document from the Assignment.)							
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Trademark Application Number(s) or Registration Number(s) Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).							
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REVOCATION AND APPOINTMENT OF POWER OF ATTORNEY

The undersigned hereby revokes any previous powers of attorney granted of record and

appoints Jeffrey A. Smith, Esq., a member of the bar of the State of Florida and Jeffrey R.

Cohen, Esq., a member of the bar of the State of Virginia of Cohen & Smith, Attorneys at

Law, 1745 Jefferson Davis Highway, Suite 612, Crystal Square IV Arlington, Virginia

22202, as his attorneys to prosecute this application to registration with full power of

substitution and revocation, to transact all business in the Patent and Trademark Office

connected therewith and to receive the Certificate of Registration. Please direct all

communications in regard to this application to Jeffrey A. Smith at (703) 416-4677.

DESIGNATION OF A DOMESTIC REPRESENTATIVE

Applicant hereby designates Jeffrey A. Smith and Jeffrey R. Cohen of the firm of Cohen

& Smith whose postal address is 1745 Jefferson Davis Highway, Suite 612, Crystal

Square IV, Arlington, Virginia 22202 as applicant's representative upon whom notice or

process in proceedings affecting the mark may be served.

Dated: September 15, 1999

Pamela C. Conover

Cunard Line Limited - Chief Operating Officer

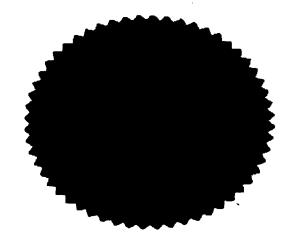
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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

I HEREBY CERTIFY that in accordance with section 10 of the Companies Act 1981 Cunard White Star Limited by resolution and with the approval of the Registrar of Companies has changed its name and was registered as Cunard Line Limited on the 2nd day of July, 1999.



Given under my hand and the Seal of the REGISTRAR OF COMPANIES this 14th day of July, 1999.

for Acting Registrar of Companies

TRADEMARK REEL: 001982 FRAME: 0901

RECORDED: 11/08/1999