

INSTRUCTIONS: A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements; or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. This form shall be filed in triplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda or other document or information filed with the Attorney General under this act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, D.C. One copy is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney General transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, D.C. 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503.

Name of Registrant	Name of Foreign Principal
Alcalde & Fay	International Council of Cruise Lines

Check Appropriate Boxes:

- 1. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach three copies of the contract to this exhibit.
- 2. There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach three copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 3. The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and the expenses, if any, to be received.

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4. Describe fully the nature and method of performance of the above indicated agreement or understanding.

This contract modification stipulates that our firm will assist ICCL in conducting a public education campaign on an on-going basis. Our fee for these services is \$7000 per city visited. No specific number of cities has been agreed upon but we anticipate that up to 5 cities a year could be visited. During this reporting period three cities have been visited.

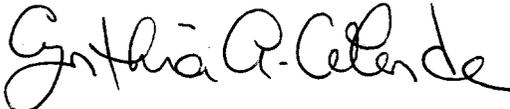


5. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Our firm will provide assistance in conducting and coordinating a public education campaign on behalf of the ICCL. Our activities will include scheduling meeting engagements in several cities with business officials, representatives of the travel and tourism industry, representatives of the port community, and others who supply goods or services to the cruise industry. The focus of this effort will be to discuss the growth of the cruise industry and the impact the industry has in the particular community, i.e. the numbers of jobs it creates, purchases of goods and services in the community, and the number of people who take cruises.

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act?¹
Yes No As described in our Supplemental Statement
No as to above activities.

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

Date of Exhibit B	Name and Title	Signature
10/20/94	Cynthia A. Colenda Managing Partner	

¹Political activity as defined in Section 1(o) of the Act means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

October 20, 1994
Amendment to Supplemental Statement
Alcalde & Fay
Registration Number 3571

ATTACHMENT IA

**RESPONSE TO QUESTION 11
ACTIVITY CONDUCTED ON BEHALF OF FOREIGN PRINCIPAL**

Our firm provides counsel and assistance to the International Council of Cruise Lines in contacting Members of Congress and where appropriate government officials in regard to the various regulatory policies or legislative initiatives which affect the interests of our client.

In addition, during this reporting period our firm has assisted ICCL in conducting a public education campaign. Our activities have included scheduling meeting engagements in several cities with business officials, representatives of the travel and tourism industry, representatives of the port community, and others who supply goods or services to the cruise industry. The focus of this effort has been to discuss the growth of the cruise industry and the impact the industry has in the particular community, i.e. the numbers of jobs it creates, purchases of goods and services in the community, and the number of people who take cruises.

In regard to the specific meetings scheduled for this public education campaign, the attached outlines the ICCL agenda for the three cities visited: Tampa, Boston and Houston.

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AGENDA FOR SCHEDULED MEETINGS IN BOSTON, MASSACHUSETTS

Tuesday, July 26, 1994

Breakfast sponsored by Massport and ICCL at the Boston Harbor Hotel. Steve Tocco Executive Director of Massport introduced Richard Fain as the keynote speaker. Attendees will include Massport representatives, labor officials; members of the Convention and Visitors Bureau, and the Chamber of Commerce; identified cruise industry vendors and suppliers; Elected officials; key travel agents; Mass Convention Center Authority; and the press.

Meeting with Members of the CruisePort Advisory Board including: Mike Spinelli, President of the New England Chapter of ASTA, Shelia Proctor, Byrne & Proctor Travel; Bernie Garber, Garber Travel; George Murphy, Carlson Travel; Pat Theberge, Cruise Vacation; Dana Vannasse, Beacon Hill Travel; Joel Cutler, National Leisure Group.

Meeting with Massport Representatives including: Ralph Cox, Port Director; Jeff Monroe, Deputy Port Director for Administration and Finance; Dennis Kay, Deputy Port Director, Operations; Charlie Yelen, Deputy Executive Director; and Marcia Duffy, Manager Cruise Marketing. And, Eddie Connolly and Bill Macnamer, Nationally Ranked Longshoremens; and Ross Pope, President and Alfred Frizelle, General Manager Boston Shipping Association.

Press Luncheon sponsored by the Greater Boston Convention and Visitors Bureau (GBCVB) and hosted by their Chairman, Tom Kershaw, and President and CEO, Pat Moscaritolo. Press attendees will include: Boston Globe: Richard Carpenter, Assistant Travel Editor; Jerry Ackerman, Business and Tourism Writer. Boston Herald: Mark Chapman, Travel Editor; Steff Gelson, Business/Travel Writer. Boston Business Journal: Upendra Misha, Writer Travel and Tourism. Travel Weekly: Fran Golden, New England Bureau Chief. Travel Agent Magazine: Martha Mayne, Bureau Chief. Travel New England: Robert Weiss, Publisher.

Meeting with Cecily Foster, Director of Special Events and Tourism for Mayor Menino.

ICCL Participants: Richard Fain, Chairman ICCL; Dan Cohen, Director of External Affairs and Communication, ICCL; Catherine Musicant, Princess Cruise Lines; John Olsen, Cunard Cruise Lines; and Megan Gilly, Alcalde & Fay.

AGENDA FOR SCHEDULED MEETINGS IN HOUSTON, TEXAS

Wednesday, May 4th

Breakfast arranged by Ned Holmes, Chairman, Houston Port Authority. Attendees for the breakfast included Tom Kornegay, Executive Director of the Port; Commissioner Howard J. Middleton; Commissioner John Q.A. Webb, M.D.; Commissioner Leroy Bruner; Jim Eldridge, Director of Administration; Jason Simpson, Director of Protection Services; Daniel Marrero, Director of Trade Development; Perry McGee, Director of Facilities; John Patrick Horan, Director of Operations; and Rosie Barrera, Director of Public Affairs

Briefing with the Houston Chronicle, Harry Shattuck, Travel Editor and Syd Kearney, Travel Writer.

Luncheon hosted by corporate headquarters of Sysco Food Service. Participants from Sysco: John Woodhouse, Chairman and Chief Executive Officer; Bill Lindig, President and Chief Operating Officer; Charles Cotros, Executive Vice President; Gregg Marshall, Senior Vice President and President of Houston Sysco Operation; David Smallwood, Vice President, Sysco, Multi-Unit Sales; Michael Nichols, Vice President and Jeff Boshek, Vice President International Business Development.

Other participants from Houston business community: John Duncan, CEO, Charter Title Company; Alan Stutts, Ph.D., Dean, Conrad N. Hilter College, University of Houston; Jeff Love, Liddell, Sapp, Zivley, Hill & LaBoon, L.L.P.; Philip Carroll, President, Shell Oil; William Chiles, President and CEO, Southwestern Offshore Corporation; Jim Stevens, Vice President Marketing and Economics, Continental Airlines; Lyle Anderson, Leisure Marketing Manager, Continental Airlines; Dwight Brown, Advertising Director, The Houston Chronicle; Fan Ghagan-Will, President and CEO, Ultra Travel, Inc.; Dick Helmey, Vice President of Food Services, Coca Cola Foods; and Jack Sweeney, Vice President & General Manager, The Houston Chronicle.

Meeting with Eddie Webster, President, Greater Houston Convention and Visitors Bureau; and Ed Hall, Vice President Tourism.

Meeting with Mayor Bob Lanier and City Council Member Helen Huey.

ICCL Participants: Richard Fain, Chairman ICCL; Dan Cohen, Director of External Affairs and Communication, ICCL; Hector Alcalde, Alcalde & Fay; and Nancy Prowitt, Alcalde & Fay.

**AGENDA FOR SCHEDULED MEETINGS IN
TAMPA, FLORIDA**

Tuesday, March 15, 1994

T.V. interview taping for Richard Fain with Ava VanNahmen from "Dock of the Bay", a Tampa cable t.v. show sponsored and arranged by the Tampa Port.

Editorial Board briefing with the St. Petersburg Times.

Tampa/Hillsborough Convention & Visitors Association and the Tampa Port Authority Luncheon with Richard Fain as the featured speaker

Press briefing both print and electronic attended including: St. Petersburg Times, Tampa Tribune, La Gaceta, WFLA TV Channel 8, WTSP TV Channel 10 and WTVT TV Channel 13.

Editorial Board briefing with the Tampa Tribune.

ICCL Participants: Richard Fain, Chairman ICCL; Micky Arison, Chairman and CEO Carnival Cruise Lines; Jack Estes, President ICCL; Hector Alcalde, Alcalde & Fay; and Nancy Prowitt, Alcalde & Fay.