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**AMENDMENT No. 1 OF
MEMORANDUM OF UNDERSTANDING**

THIS AMENDMENT made as of the 16th day of August, 2021 in the Territory of the Virgin Islands, by and between the Government of the Virgin Islands **DEPARTMENT OF PROPERTY AND PROCUREMENT**, on behalf of the **Department of Health (DOH)**, and the Virgin Islands Port Authority (VIPA), and Royal Caribbean Cruises Ltd. d/b/a Celebrity Cruises Inc., whose address is 1050 Caribbean Way, Miami, Florida 33132 (hereinafter referred to as “Cruise Ship Line and Operator” or “CSL”). Each of the above parties shall be hereinafter referred to as a “**Party**” and collectively, as the “**Parties**”. The Parties witness to being duly authorized to execute this agreement and will attest accordingly when and where necessary.

WITNESSETH

WHEREAS, pursuant to MOU No. **G036DOHT21** approved by the Commissioner of Property and Procurement on **July 1, 2021**, (the “MOU”), the Government of the Virgin Islands, VIPA and CSL entered into the MOU for the purpose of CSL’s compliance with the Centers for Disease Control and Prevention (“CDC”) requirement for a Cruise Operator’s Agreement with Port and Local Health Authorities under the CDC’s Framework for Conditional Sailing Order before the resumption of cruise ship operations in the U.S. Virgin Islands with CSL’s Celebrity Cruises brand in the Virgin Islands; and

WHEREAS, the MOU will remain in effect until the earlier occurrence of one of the following events: (a) the “Conditional Sailing Order” (CSO) is no longer in effect, or (b) any Party terminates the MOU by giving the other Parties at least seven (7) days’ notice.

NOW THEREFORE, for mutual and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties hereto agree as follows:

TERMS AND CONDITIONS

- 1. Paragraph 2 of the MOU is hereby amended to remove the reference to Annex C by deleting all of the existing language and replacing it with new language as follows:

Term. The Term of this MOU (“Term”) shall be from the Effective Date until the earlier of (a) the CSO is no longer in effect, or (b) any Party terminates this MOU by giving the other Parties at least seven (7) days’ notice. Exhibits 1-5 and Annexes A and B attached hereto are a part of this MOU and are incorporated herein by reference. The CSL shall not conduct cruise operations at the Piers after the date of termination without a new agreement in place that satisfies the conditions of the FCS unless same has expired, been rescinded, or is otherwise no longer applicable.



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2. The MOU is hereby amended and by deleting the existing Exhibit 1 – Virgin Islands Cruise Ship Marine Protocol and replacing it with the new Exhibit 1 – Updated Virgin Islands Cruise Ship Marine Protocol attached hereto as Exhibit A.
3. Annex B of the MOU is amended by adding the Medical Care Agreement for The Virgin Islands Government Hospitals and Health Facilities Corporation d/b/a Governor Juan F. Luis Hospital & Medical Center dated August 5, 2021, attached hereto as Exhibit B.
4. This Amendment is subject to the approval of the Commissioner of the Department of Property and Procurement.
5. Except as expressly amended in this Amendment, all terms of the MOU remain in full force and effect.
6. A facsimile, electronic or digital signature on this Amendment shall be deemed an original and binding upon the Parties hereto.

IN WITNESS WHEREOF, the Parties have hereunto set their hands on the day and year first above written.

WITNESSES

GOVERNMENT OF THE VIRGIN ISLANDS

Dorise A Dunlop-Harley

Justa Encarnacion
Justa E. Encarnacion, Commissioner
Department of Health

8/13/2021
Date

Magdalena A. Thomas

Anthony D. Thomas
Anthony D. Thomas, Commissioner
Department of Property & Procurement

8/16/2021
Date

APPROVED AS TO LEGAL SUFFICIENCY

DEPARTMENT OF JUSTICE BY: Carol J. McDougal Date 8/16/2021
Assistant Attorney General



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VIRGIN ISLANDS PORT AUTHORITY

Marionne Hoyle

Carlton Dowe

Digitally signed by Carlton Dowe
DN: c=VG, o=Virgin Islands Port Authority, email=cdowe@vipa.gov.vi, cn=Carlton Dowe
Date: 2021.08.13 15:21:25 -0500

08/13/21

Carlton E. Dowe, Executive Director

Date

APPROVED AS TO LEGAL SUFFICIENCY
VIRGIN ISLANDS PORT AUTHORITY BY:

Catherine
Hendry

Digitally signed by Catherine Hendry
DN: cn=Catherine Hendry, o=Virgin Islands Port Authority, email=chendry@vipa.gov.vi, c=VG
Date: 2021.08.13 15:29:11 -0500

Date: August 13, 2021

**ROYAL CARIBBEAN CRUISES LTD.
D/B/A CELEBRITY CRUISES INC.**

Richard D. Fain

Name: Richard D. Fain
Title: Chairman & CEO
Date: 8/13/2021 | 10:19 AM PDT

Lisa Lutoff-Perlo

Name: Lisa Lutoff-Perlo
Title: President & CEO, Celebrity Cruises
Date: 8/13/2021 | 12:00 PM EDT

Calvin Johnson

Name: Dr. Calvin Johnson
Title: Chief Medical Officer
Date: 8/13/2021 | 12:05 PM EDT

R. Alexander Lake

Name: R. Alexander Lake
Title: SVP, General Counsel, Chief
Compliance Officer & Corporate Secretary
Date: 8/13/2021 | 1:19 PM EDT

ATTESTATION

I, R. Alexander Lake, SVP, General Counsel, Chief Compliance Officer, and Corporate Secretary for Royal Caribbean Cruises Ltd., hereby attest that the persons signing above on behalf of Royal Caribbean Cruises Ltd. have full and complete authority to bind Royal Caribbean Cruises Ltd. to this Amendment.



R. Alexander Lake
Name: R. Alexander Lake
Title: SVP, General Counsel, Chief
Compliance Officer, and Corporate Secretary
Date: 8/13/2021 | 1:19 PM EDT