



NORWEGIAN[®]

CRUISE LINE

Lamarr B. Cooler, C.P.A.
Executive Vice President
and Chief Financial Officer

**Received in Alaska Region
Personnel Office**

June 19, 1998

JUN 22 1998

Ms. Pat Phelan
Acting Superintendent
Glacier Bay National Park
and Preserve
Attention: Division of
Concession Program Management
P.O. Box 140
Gustavus, AK 99826

Dear Ms. Phelan:

We hereby offer to provide cruise ship and services at Glacier Bay National Park & Preserve, in accordance with the terms and conditions as specified in your Prospectus and to execute the draft permit contained in the prospectus without substantive modification (except as may be required by NPS pursuant to the terms of the Prospectus and/or inclusion of items from the selected offer which are beneficial to the government). We are enclosing the required "APPLICATION" which, by this reference, is made a part hereof. We certify that the information furnished herewith is true to the best of our knowledge and belief. In addition, we agree to complete the execution of the Concession Permit within fifteen working days after it is presented by the National Park Service.

Sincerely,

A handwritten signature in cursive script that reads 'Lamarr B. Cooler'.

Lamarr B. Cooler
Executive Vice President
and Chief Financial Officer

National Park Service Note

**The Following items are not included in this NPS release of:
Norwegian Cruise Line Proposal for Cruise Ship Services 2000-2004**

Marked "Trade secrets...exempt from disclosure" by the applicant (these items may be available, pending final determination of releasability):

Consolidated Financial Statements:

Criterion 7A: NCL Consolidated Financial Statements Dec. 1996 – Dec. 1997
(27 pages)

Criterion 7A: NCL Holdings ASA Annual Report 1997 (32 pages)

Materials generally available to the public or which repeats information included (available on request):

Criterion 2B: Cruise News and Youth News (10 pages)

Criterion 6A-1: Reports Concerning Casualties, Loss of Life, Injury (Approx. 74 pages)

Criterion 6A-2 & 3: US Public Health Reports (Approx. 120 Pages)

Criterion 8A: NCL Alaska Brochure Book (31 pages)

NCL Alaska Shore Excursions Brochure (64 pages)

Factors, Criteria and Questions

- ***PRINCIPAL FACTOR 1. THE EXPERIENCE AND RELATED BACKGROUND OF THE OFFEROR***

CRITERION 1A. (1) THE COMPETENCE OF THE OFFEROR, AS REFLECTED IN THE APPLICATION, TO MANAGE AND OPERATE A CRUISE SHIP BUSINESS SIMILAR TO THAT DEFINED IN THE PROSPECTUS. (2) THE ENTITY WITH WHICH NPS WILL CONTRACT AND ITS RELATIONSHIP TO SUPERIOR AND SUBORDINATE ENTITIES IS CLEARLY DEFINED.

- 1. Identify the "OFFEROR" (or "PROPOSED ENTITY[S]," that the offeror intends to establish for the purpose of operating this concession) making this application. Clearly identify both the formal structure of the primary business ENTITY with which the National Park Service will be dealing, and its owner(s).**
- 2. Provide materials to explain the financial circumstances, legal form, and ownership of that ENTITY.**
- 3. Identify related, subordinate, and superior ENTITIES and any other organization, ENTITY, contractor, or subcontractor that will have a role in managing, directing, operating, or otherwise carrying out the service to be provided.**
- 4. Where there are layers of Entities, subordinate or superior entities, significant contractors/subcontractors, or other organizations or individuals that will act in concert to provide the services required, describe each of them and the relationship between or among them.**
- 5. Using the format and instructions on the next page (duplicate the form as needed) identify the Offeror, each ENTITY, the New Concessioner, and the Operator and all similarly involved parties or people. Add information as necessary to make the relationships clear.**

Criterion 1A:

Norwegian Cruise Line ("NCL") was previously known as Kloster Cruise Ltd.

Norwegian Cruise Line was one cruise division under Kloster Cruise Ltd. Other cruise lines previously owned and operated as a cruise division under Kloster Cruise Ltd., were Royal Viking Line ("RVL") and Royal Cruise Line. ("RCL")

After selling the Royal Viking Lines, the company consolidated NCL and RCL into one existing division, Norwegian Cruise Line.

Norwegian Cruise Line has been in the cruise business since 1966. Kloster Cruise Ltd., now called Norwegian Cruise Line Ltd., a Bermuda Corporation.

Enclosed is relevant documentation issued by the Bermuda Ministry of Finance officially changing the Company name. The shareholders of the corporation remained unchanged.

Enclosed are copies of documents of Compliance issued by Det Norske Veritas (The Norwegian Veritas) which is issued under the authority of the government of The Commonwealth of the Bahamas, and Republic of Panama, which are the Flag States for NCL vessels.

Please find attached ISM Safety Management Certificate for the Norwegian Wind and Norwegian Dynasty.

This document of compliance certifies that the Safety Management System of the company has been audited and that it complies with the requirements of the International Management Code for the safe operation of ships and for Pollution Prevention for passenger ships.

Furthermore, enclosed are copies of certificates of Financial Responsibility to meet liability incurred for death or injury to passengers or other persons for the M/S Norwegian Wind and M/S Norwegian Dynasty.

In reference to Concession Permit Exhibit A, Non-Discrimination, relating to employment, attached please find our policy to: Equal Employment Opportunity Policy, which has been established and enforced for some years.

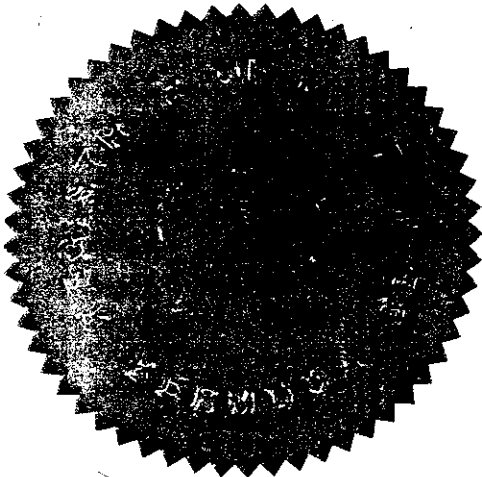


BERMUDA

MINISTRY OF FINANCE

THIS IS TO CERTIFY that the attached document is a true copy of the Certificate of Incorporation on Change of Name of **NORWEGIAN CRUISE LINE LIMITED** which was issued from the Office of the Registrar of Companies, in the Islands of Bermuda, on the 7th day of February, 1996.

IN WITNESS WHEREOF I have set
my hand and affix the Official Seal of
the REGISTRAR OF COMPANIES
this 21st day of March, 1996.




for **REGISTRAR OF COMPANIES**



BERMUDA
CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME

I hereby certify that

KLOSTER CRUISE LIMITED

having by resolution and with the approval of the Registrar of Companies changed
its name, is now registered under the name of

NORWEGIAN CRUISE LINE LIMITED

Given under my hand this 7th day of February 1996.


for REGISTRAR OF COMPANIES



DET NORSKE VERITAS

DNV Owner No.: 197164

DOCUMENT OF COMPLIANCE

Issued under the provisions of the INTERNATIONAL CONVENTION FOR THE SAFETY OF LIFE AT SEA, 1974, as amended

Issued under the authority of the Government of: **The Commonwealth of the Bahamas**
by Det Norske Veritas AS

Name and address of the Company: **Norwegian Cruise Line**
Airport Corporate Center
7655 Corporate Center Drive
Miami Florida 33126
USA

THIS IS TO CERTIFY THAT the safety management system of the Company has been audited and that it complies with the requirements of the International Management Code for the Safe Operation of Ships and for Pollution Prevention (ISM Code)*, for the type of ship listed below:

Passenger Ship

This Document of Compliance is valid until: **2003-02-28**, subject to periodical verification.

Issued at: **Det Norske Veritas, Høvik, Norway**

Date of issue: **1998-05-06**

Terje Staalstrøm
Member of the Executive Board

* as adopted by IMO in Resolution A.741(18).

NR



DET NORSKE VERITAS

DNV Owner No.: 197164

DOCUMENT OF COMPLIANCE

Issued under the provisions of the INTERNATIONAL CONVENTION FOR THE SAFETY OF LIFE AT SEA, 1974, as amended

Issued under the authority of the Government of: **Republic of Panama**
by Det Norske Veritas AS

Name and address of the Company: **Norwegian Cruise Line**
Miami, Florida
USA

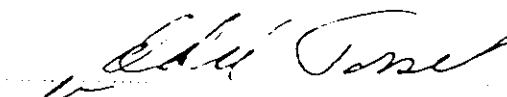
THIS IS TO CERTIFY THAT the safety management system of the Company has been audited and that it complies with the requirements of the International Management Code for the Safe Operation of Ships and for Pollution Prevention (ISM Code)*, for the type of ship listed below:

Passenger Ship

This Document of Compliance is valid until: **2003-02-28**, subject to periodical verification.

Issued at: **Det Norske Veritas, Høvik, Norway**

Date of issue: **1998-06-04**


Terje Staalstrøm
Member of the Executive Board

* as adopted by IMO in Resolution A.741(18).



SAFETY MANAGEMENT CERTIFICATE

Issued under the provisions of the INTERNATIONAL CONVENTION FOR THE SAFETY OF LIFE AT SEA, 1974, as amended

Issued under the authority of the Government of: **The Commonwealth of the Bahamas**

by Det Norske Veritas AS

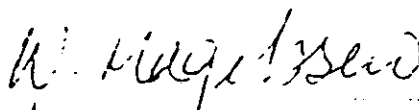
Name of ship: "NORWEGIAN WIND"
Distinctive number or letters: C6LG6
Port of Registry: NASSAU
Type of Ship: Passenger Ship
Gross Tonnage: 39217
IMO Number: 9008421
Name and address of the Company: Norwegian Cruise Line
Miami
USA

THIS IS TO CERTIFY THAT the safety management system of the ship has been audited and that it complies with the requirements of the International Management Code for the Safe Operation of Ships and for Pollution Prevention (ISM Code)*, following verification that the Document of Compliance for the Company is applicable to this type of ship.

This Safety Management Certificate is valid until 2003-05-31, subject to periodical verification and the validity of the Document of Compliance.

Issued at: Det Norske Veritas, Høvik, Norway

Date of issue: 1998-06-03


Terje Sjaastrom
Member of the Executive Board

* as adopted by IMO in Resolution A.741(18)



SHORT TERM SAFETY MANAGEMENT CERTIFICATE

Issued under the provisions of the INTERNATIONAL CONVENTION FOR THE SAFETY OF LIFE AT SEA, 1974, as amended

Issued under the authority of the Government of: **THE REPUBLIC OF PANAMA**

Name of ship: " **NORWEGIAN DYNASTY** "

Distinctive number or letters: **3 F J X 3**

Port of registry: **Panama**

Type of ship: **Passenger Ship**

Gross tonnage: **19089**

IMO number: **9000699**

Name and address of the Company: **Norwegian Cruise Line
Miami
USA**

THIS IS TO CERTIFY THAT the safety management system of the ship has been audited and that it complies with the requirements of the International Management Code for the Safe Operation of Ships and for Pollution Prevention (ISM Code) following verification that the Document of Compliance for the Company is applicable to this type of ship.

This Safety Management Certificate is valid until: **98.10.22**....., subject to the validity of the Document of Compliance.

Issued at: **Vancouver, BC**

on: **98.06.04**

for Det Norske Veritas AS

N. Bentley

**N. Bentley
ISM Code Auditor**



7-161-10

Federal Maritime Commission

Washington, D. C. 20573-0001

CERTIFICATE OF FINANCIAL RESPONSIBILITY TO MEET LIABILITY INCURRED FOR DEATH OR INJURY TO PASSENGERS OR OTHER PERSONS

NO. C-1493

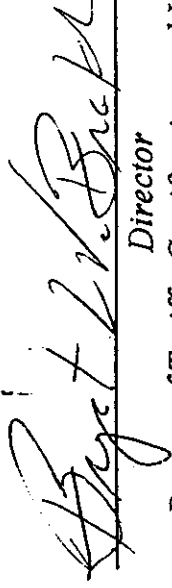
KNOW ALL PERSONS BY THESE PRESENTS THAT

Norwegian Cruise Line Limited (~~Alpha~~ Norwegian Cruise Line)

has evidenced financial responsibility to meet any liability incurred for death or injury to passengers or other persons on voyages to or from United States ports.

This Certificate, to cover the ~~NORWEGIAN WIND~~ is issued pursuant to the authority contained in Section 2 of Public Law 89-777 and is subject to the provisions of said Law, Part 540, Chapter IV of Title 46 of the Code of Federal Regulations as it is or may be amended, the pertinent provisions of other applicable regulations promulgated under the foregoing section of said Law, and any terms and conditions set forth below.

By Order of the Federal Maritime Commission


Director

Bureau of Tariffs, Certification and Licensing

Federal Maritime Commission

Washington, D.C. 20573

CERTIFICATE OF FINANCIAL RESPONSIBILITY TO MEET LIABILITY INCURRED FOR DEATH OR INJURY TO PASSENGERS OR OTHER PERSONS

No. C - 1482

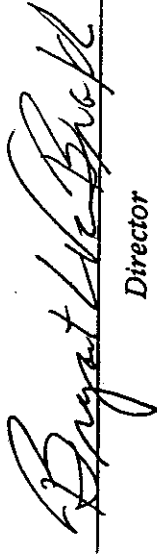
KNOW ALL MEN BY THESE PRESENTS THAT

Norwegian Cruise Line Limited (d/b/a Norwegian Cruise Line), Cunard Line Limited and
Crown Dynasty, Inc.

has evidenced financial responsibility to meet any liability incurred for death or injury to passengers
or other persons on voyages to or from United States ports.

This Certificate, to cover the NORWEGIAN DYNASTY , is issued pursuant to the authority
contained in Section 2 of Public Law 89-777, and is subject to the provisions of said Law, Part 540,
Chapter IV of Title 46 of the Code of Federal Regulations as it is or may be amended, the pertinent
provisions of other applicable regulations promulgated under the foregoing section of said Law, and any
terms and conditions set forth below.

By Order of the Federal Maritime Commission



Effective: September 29, 1997

Director

Bureau of Tariffs, Certification and Licensing



HUMAN RESOURCES POLICIES & PROCEDURES

KLOSTER CRUISE LIMITED

NUMBER:

SUPERSEDES:

1014

SUBJECT:

EQUAL EMPLOYMENT OPPORTUNITY POLICY

AUTHORIZED BY

TITLE:

EFFECTIVE DATE:

Executive Vice President
Chief Financial Officer

July 1, 1992

I. POLICY

It is the policy of Kloster Cruise Limited to provide equal opportunity in employment to all employees and applicants for employment, including applicants or employees that are associated with a disabled individual. No person is to be discriminated against in employment because of race, religion, color, sex, age, national origin, disability or veteran status.

II. SCOPE

All full-time and part-time employees of Kloster Cruise Limited.

III. GUIDELINES

- A. All employees and job applicants are guaranteed equality of employment opportunity. This means that Kloster Cruise Limited will not discriminate against any employee or applicant on the basis of race, color, religion, sex, age, national origin, disability, or veteran status.
- B. All recruitment, selection, placement, training, and staff reduction decisions made by company management will be based solely on candidate's job-related qualifications, abilities, and performance.
- C. All employees who apply for a promotion will be given equal consideration. Assuming that an opening exists, the qualifications of a candidate for a promotion will be assessed solely on experience and job performance.
- D. All other Human Resources policies and practices of Kloster Cruise Limited including compensation, benefits, and discipline, will be administered and conducted without regard to any individual's race, color, religion, sex, age, national origin, disability, or veteran status.
- E. The Company will take all necessary steps to ensure that each employee's work environment is free of unlawful discrimination or harassment based on race, color, religion, sex, age, national origin, disability, or veteran status. (Harassment creates an intimidating, hostile or offensive working environment, which unreasonably interferes with work performance or negatively affects the individual's employment opportunities.)
 - 1. If the company determines that an employee is guilty of harassing another employee, appropriate disciplinary action will be taken against the offending employee.



KLOSTER CRUISE LIMITED

HUMAN RESOURCES POLICIES & PROCEDURES

SUPERSEDES:	EFFECTIVE DATE:	NUMBER:	PAGE:
			2 of 2

- F. The company will continually review its Human Resources policies and procedures to ensure that all employees adhere to the company's commitment to EEO principles.
- G. While overall authority for implementing this policy is the responsibility of Human Resources, an effective equal employment opportunity program cannot be achieved without the support of supervisory personnel and employees at all levels. Any employee who feels that they are the victim of discrimination has a responsibility to report this fact to their supervisor and/or the Human Resources Department.

Factors, Criteria and Questions

- ***PRINCIPAL FACTOR 1. THE EXPERIENCE AND RELATED BACKGROUND OF THE OFFEROR***

CRITERION 1A. (1) THE COMPETENCE OF THE OFFEROR, AS REFLECTED IN THE APPLICATION, TO MANAGE AND OPERATE A CRUISE SHIP BUSINESS SIMILAR TO THAT DEFINED IN THE PROSPECTUS. (2) THE ENTITY WITH WHICH NPS WILL CONTRACT AND ITS RELATIONSHIP TO SUPERIOR AND SUBORDINATE ENTITIES IS CLEARLY DEFINED.

- 1. Identify the "OFFEROR" (or "PROPOSED ENTITY[S]," that the offeror intends to establish for the purpose of operating this concession) making this application. Clearly identify both the formal structure of the primary business ENTITY with which the National Park Service will be dealing, and its owner(s).**
- 2. Provide materials to explain the financial circumstances, legal form, and ownership of that ENTITY.**
- 3. Identify related, subordinate, and superior ENTITIES and any other organization, ENTITY, contractor, or subcontractor that will have a role in managing, directing, operating, or otherwise carrying out the service to be provided.**
- 4. Where there are layers of Entities, subordinate or superior entities, significant contractors/subcontractors, or other organizations or individuals that will act in concert to provide the services required, describe each of them and the relationship between or among them.**
- 5. Using the format and instructions on the next page (duplicate the form as needed) identify the Offeror, each ENTITY, the New Concessioner, and the Operator and all similarly involved parties or people. Add information as necessary to make the relationships clear.**

OFFEROR, ENTITY, NEW CONCESSIONER, OPERATOR IDENTIFICATION FORM

(Enter the name of the person submitting the offer: The concession permit would be issued to this person)

Entity Name	NCL Cruises Ltd. d/b/a Norwegian Cruise Line
Address	7665 Corporate Center Drive Miami, FL 33126
Contact Person	Lamarr B. Cooler
Telephone Number	(305) 436-4930
FAX Number	(305) 436-4140
E-mail Address	

Form of business

Corporation
 Partnership
 Individual (Sole Proprietor)
 Other (Explain)

Describe the expected role in providing this concession service:

The Company will provide cruises on NCL vessels in Glacier Bay National Park and Preserve.

Structure of the Business: (how is it related to the other entities you have identified):

NCL Cruises Ltd., a Bermuda corporation, is a majority-owned subsidiary of NCL Holding ASA, a Norwegian corporation, whose shares are traded

Ownership: on the Oslo Stock Exchange.

Name and Address of Owners (Corporations: Show controlling interest, Close Corporation: Show all interest)	Number and Type of Shares or Percentage of Ownership	Total Value of Investment
NCL Holding ASA	85.2%	
Ullern Alle 41		
0311 Oslo, Norway		
Kvaerner ASA	14.8%	
P.O. Box 169		
N-1324 Lysaker, Total of all Owners:	100 %	
Norway Total Shares Outstanding:	19,484,772	

Factors, Criteria and Questions:

- **Principle Factor 1. The Experience and Related Background of the Offeror**

Criterion 1A:

- (1) **The competence of the offeror, as reflected in the application, to manage and operate a cruise ship business similar to that defined in the prospectus.**
 - (2) **The entity with which NPS will contract and its relationship to superior and subordinate entities is clearly defined.**
1. **Identify the “OFFEROR” (or “PROPOSED ENTITY (S), “ that the offeror intends to establish for the purpose of operating this concession) making this application. Clearly identify both the formal structure of the primary business ENTITY with which the National Park Service will be dealing, and its owner (s).**

N. C. L. CRUISES LTD.

2. **Provide materials to explain the financial circumstances, legal form and ownership of that ENTITY.**

*Enclosed are the most recent audited financial statements for N. C. L. Cruises Ltd.
This statement is located under Criterion 7A.*

3. **Identify related, subordinate, and superior ENTITIES and any other organizations, ENTITY, contractor, or subcontractor that will have a role in managing, directing, operating, or otherwise carrying out the service to be provided.**

*N. C. L. Cruises Ltd., is a majority-owned subsidiary of N.C.L. Holding ASA.
N.C.L. Cruises Ltd. wholly owns two subsidiaries, Norwegian Cruise Line Limited
and Norwegian Majesty Ltd.*

4. **Whereas there are layers of Entities, subordinate or superior entities, significant contractors/subcontractors, or other organizations or individuals that will act in concert to provide the services required, describe each of them and the relationship between or among them.**

*N. C. L. Cruises Ltd., is a majority-owned subsidiary of N.C.L. Holding ASA.
N.C.L. Cruises Ltd. wholly owns two subsidiaries, Norwegian Cruise Line Limited
and Norwegian Majesty Ltd.*

5. **Using the format and instructions on the next page (duplicate the form as needed) identify the Offeror, each ENTITY, the New Concessioner, and the Operator and all similarly involved parties or people. Add information as necessary to make the relationships clear.**

ANILCA Section 1307 Preferred Operator

Refer to the ANILCA Section 1307 regulations in the appendix to answer the following questions:

6. Is the entity making this offer a local resident, as defined in 36 CFR 13.81(f), for the services offered under this prospectus? If yes, provide documentation to support this determination, as described in these regulations.

Yes

No

7. Are you applying for "most directly affected Native corporation" status, as defined in 36 CFR 13.85? If yes, provide the documentation to support this determination, as described in these regulations.

Yes

No

Preference for New and Small Operators

8. Do you provide cruise ship services within Glacier Bay National Park under a current limited permit with the National Park Service?³

Yes

No

9. If yes, does the number of cruise ship entries from June 1 to August 31 exceed 19 entries (14 percent of 139 cruise ship entries allocated for Glacier Bay from June 1 - August 31)?

Yes

No

³ Answers will be used by the NPS to help identify offers from new prospective cruise ship concessioners or existing operators which have been allocated less than 14% of the available entries into Glacier Bay. Responsive offers from any qualified entity with less than 14% of the available entries (<14% offeror) will receive additional consideration during the selection process. If two or more offers, where at least one or more is a <14% offeror, are determined to be substantially equal offers by the NPS, additional consideration will be given to any <14% offeror in the selection process.

This policy is to "favor" new prospective concessioners or existing operators with less than 14% of the available entries. The policy is not meant to circumvent the established selection process contained in 36 CFR 51. Therefore, an offer which is determined by the NPS to best meet the overall objectives of the National Park Service will be selected. This selection criteria favors more rather than fewer cruise ships operators in compliance with the *Glacier Bay Cruise Ship Management Plan* (see business opportunity section, "preferences"). At such time as at least seven concessioners (separate ownership and control) are in operation, the policy will be reconsidered.

Criterion 1A:

6. **Is the entity making this offer a local resident, as defined in 36 CFR 13.81 (f), for the services offered under this prospectus? *If yes, provide documentation to support this determination, as described in these regulations.***

NO

7. **Are you applying for “most directly affected Native corporation” status, as defined in 36 CFR 13.85? *If yes, provide the documentation to support this determination, as described in these regulations.***

NO

Preference for New and Small Operators

8. **Do you provide cruise ship services within Glacier Bay National Park under a current limited permit with the National Park Service?**

YES

*Seven entries in permit:
LP-GLBA007-92*

9. **If yes, does the number of cruise ship entries from June 1 to August 31 exceed 19 entries (14 percent of 139 cruise ship entries allocated for Glacier Bay from June 1 - August 31)?**

NO

10. **Do any of the above have operations or interest in other operations in areas adjacent to this national park or operations in other national parks?**

Yes.

*St. John's National Park, U. S. Virgin Island
Kihewea National Park, Hawaii
Denali National Park, Alaska*

10. Do any of the above have operations or interest in other operations in areas adjacent to this national park area or operations in other national parks? *If Yes, please identify.*

Yes

No

11. The NPS is looking for an ENTITY that has demonstrated experience in managing this type of business activity. Give specific examples of business operations undertaken by ENTITY. Detail the OFFEROR's experience and skills in developing efficient, effective, defined, targeted goals for business programs according to pre-established management parameters.

12. Describe the business management qualifications and experience of the ENTITY and the NEW CONCESSIONER proposed to manage and operate this business.

13. Does the ENTITY have experience providing services under contract for an agency like NPS, United States Forest Service, Bureau of Land Management, city, state, large corporation, or other organization with significant philosophical and operational constraints? *If Yes, please identify.*

Yes

No

14. Use the format on the following page and add to it as necessary, or use your own format as long as it provides all of the requested information. Provide detailed resumes for all current and proposed partners, sole proprietors, and key management employees who will be actively involved in the management of this business and key ship-board personnel who will be operating in Glacier Bay. Identify the specific role the individual is to play and establish that person's ability to play that role.

When discussing work experience, be specific with respect to size of operation, dates, area of operation, specific duties, number of people supervised, hours worked per week, and other factors that would be helpful to reviewers in establishing a clear understanding. Do not omit training and education and do not omit special qualifications, ratings, or licenses that are needed in some special occupations.

Use the *Individual Experience Form* on the following page and add to it as necessary, or use your own format providing it includes *all* of the requested information.

11. **The NPS is looking for an ENTITY that has demonstrated experience in managing this type of business activity.**

The Company is one of the first cruise line operators in North America, operating since 1966. The Company as operated in Glacier Bay National Park under the following:

<i>Royal Viking Line</i>	<i>1984 - 1991</i>
<i>Royal Cruise Line</i>	<i>1992 - 1993</i>
<i>Norwegian Cruise Line</i>	<i>1994 - Present</i>

12. **Describe the business management qualifications and experience of the ENTITY and the NEW CONCESSIONER proposed to manage and operate this business.**

The Company is one of the first cruise line operators in North America, operating since 1966. The Company as operated in Glacier Bay National Park under the following:

<i>Royal Viking Line</i>	<i>1984 - 1991</i>
<i>Royal Cruise Line</i>	<i>1992 - 1993</i>
<i>Norwegian Cruise Line</i>	<i>1994 - Present</i>

13. **Does the ENTITY have experience providing services under contract for an agency like NPS, United States Forest Service, Bureau of Land Management, city, state, large corporation, or other organization with significant philosophical and operational constraints?**

The Company is one of the first cruise line operators in North America, operating since 1966. The Company as operated in Glacier Bay National Park under the following:

<i>Royal Viking Line</i>	<i>1984 - 1991</i>
<i>Royal Cruise Line</i>	<i>1992 - 1993</i>
<i>Norwegian Cruise Line</i>	<i>1994 - Present</i>

Individual Experience and Related Background of Key Managers

Use the following format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name Geir Aune		Employer Norwegian Cruise Line Limited	
Address 300 South Point Drive Portofino Tower #2801 Miami, FL 33139		Employer Address 7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number 305 674-1622	Date Of Birth or SSN	Employer Phone Number 305 436-4905	Employer Fax Number 305 436-4140
Position Chief Executive Officer	Hours/Week 40	Number of People Supervised 5,000	Employer e-mail (optional)
Duties & Responsibilities Mr. Aune is the highest executive authority in the company and reports to the Chairman and Board of Directors.			
Role in Proposed Business and Estimated Hours Per Week Mr. Aune is Chief Executive Officer of NCLL 40 hours per week.			
Qualifications for This Role Mr. Aune was elected a director NCL Limited in April 1995 and was appointed Chief Executive Officer in April 1998. Mr. Aune has served as Chief Executive Officer and a director of NCL Holding since April 1995. Mr. Aune is a director of Det Sondenfjeds-Norske Dampskibsselskab ASA, Norex Offshore Holding ASA, and Ivar Holding ASA. Prior to joining NCL Holding, Mr. Aune was Executive Vice Chairman of the Board of Directors of Wilrig. AS.			

CRITERION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following Format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name Hans E. Golteus		Employer Norwegian Cruise Line Limited	
Address 177 Ocean Lane Drive #601 Key Biscayne, FL 33149		Employer Address 7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number 305 361-1832	Date Of Birth or SSN	Employer Phone Number 305 436-4900	Employer Fax Number 305 436-4101
Position President and Chief Operating Officer	Hours/Week 40	Number of People Supervised 5,000	Employer e-mail (optional)
<p>Duties & Responsibilities</p> <p>Directs, administers and coordinates the activities of the the company's departments (Cruise Operations, Marketing, Sales, Finance, Human Resources, Passenger Services, Legal, Office Services and Purchasing in accordance with policies, goals and objectives established by the CEO, Chairman and Board of Directors.</p>			
<p>Role in Proposed Business and Estimated Hours Per Week</p> <p>Mr. Golteus is President and Chief Operating Officer 40 hours per week.</p>			
<p>Qualifications for This Role</p> <p>Master of Science degree from the Royal Institute of Technology, Stockholm</p> <p>Joined NCLL in January 1988 as Executive Vice President of Cruise Operations. From July 1989 until August 1992 served as President and Chief Operating Officer. Returned to NCLL in September 1996 as President and Chief Operating Officer. Prior to returning to NCLL, served as President of Enprotec (UK) Ltd. in London.</p>			

CRITERION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following Format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name Lamarr Cooler		Employer Norwegian Cruise Line Limited	
Address 9989 SW 125 Terrace Miami, FL 33176		Employer Address 7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number 305 251-1954	Date Of Birth or SSN	Employer Phone Number 305 436-4930	Employer Fax Number 305 436-4140
Position Executive Vice President and Chief Financial Officer	Hours/Week 40	Number of People Supervised 71	Employer e-mail (optional) -
Duties & Responsibilities Responsible for the company's overall financial plans and systems of internal controls to achieve reliability of financial reporting, effectiveness and efficiency of operations and compliance with laws and regulations. Responsible for Treasury activities including cash management, short-term and intermediate-term financing bank relations, and purchase of foreign exchange. Directs corporate Management Information Systems including operations, programming and implementation of new systems. Responsible for cost management, financial planning and analysis, including the annual budget and forecasts. Responsible for Accounting Services function including revenue accounting, cash receipts, cash disbursements and passenger insurance programs.			
Role in Proposed Business and Estimated Hours Per Week Mr. Cooler is Executive Vice President and Chief Financial Officer 40 hours per week.			
Qualifications for This Role Certified Public Accountant, State of Florida Master of Science in Accounting Bachelor of Science in Industrial Management Mr. Cooler has been in employed with NCLL for 23 years in the finance division of the company.			

CRITERION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following Format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name		Employer	
Svenn Dahl		Norwegian Cruise Line Limited	
Address		Employer Address	
16141 SW 76 Ave. Miami, FL 33157		7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number	Date Of Birth or SSN	Employer Phone Number	Employer Fax Number
305 238-4806		305 436-4940	305 436-4135
Position	Hours/Week	Number of People Supervised	Employer e-mail (optional)
Executive Vice President Cruise Operations	40	4,300	
Duties & Responsibilities			
Responsible for the safe and economical operation of the NCL vessels and the operating departments which include Ship Operations, (Technical, Maritime, Logistics, Projects/Refurbishments, New Buildings and Shipboard Communications), Hotel Operations, Ship Personnel, Ground Services, Shore Excursions, Passenger Relations and NCL Oslo Administration.			
Role in Proposed Business and Estimated Hours Per Week			
Mr. Dahl is Executive Vice President of Cruise Operations 40 hours per week.			
Qualifications for This Role			
Master Degree in Business Administration Licensed Chief Engineer Mr. Dahl been in employed with NCLL for over 30 years in the cruise operations division of the company both onboard the ships and shoreside.			

CRITERION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following Format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name		Employer	
Art Sbarsky		Norwegian Cruise Line Limited	
Address		Employer Address	
225 Landings Boulevard Weston, FL 33327		7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number	Date Of Birth or SSN	Employer Phone Number	Employer Fax Number
954 349-2935		305 436-4705	305 436-4119
Position	Hours/Week	Number of People Supervised	Employer e-mail (optional)
Executive Vice President Marketing and Sales	40	200	
Duties & Responsibilities			
<p>Maximize the company's net revenue via an integrated marketing and sales plan, both domestic and worldwide. Develop all direct report support functions, including Public Relations to help maximize net revenue. Oversee the product development and assist in the implementation of all ship and shore products. Ensure the selling, marketing and servicing of the customer is consistent in creation and delivery.</p>			
Role in Proposed Business and Estimated Hours Per Week			
<p>Mr. Sbarsky is Executive Vice President of Marketing and Sales 40 hours per week.</p>			
Qualifications for This Role			
<p>Bachelors Degree in Business 15 years plus experience, with the majority in senior management positions in marketing, sales and product development responsibility. Cruise industry experience.</p>			

CRITERION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following Format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name		Employer	
Werner Neuteufel		Norwegian Cruise Line Limited	
Address		Employer Address	
10562 N.W. 51 Street Miami, FL 33178		7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number	Date Of Birth or SSN	Employer Phone Number	Employer Fax Number
305 715-9555		305 436-4800	305 436-4157
Position	Hours/Week	Number of People Supervised	Employer e-mail (optional)
Senior Vice President of Hotel Operations	40	155	
Duties & Responsibilities			
Overall responsibility for all areas of lodging, food, and beverage operation, entertainment, shore excursions as well as cruise programs onboard all NCL vessels. Additional responsibilities comprise managing shoreside Hotel department office staff, Airport Meet and Greet, Control Center, and the Customer Relations department.			
Role in Proposed Business and Estimated Hours Per Week			
Mr. Neuteufel is Senior Vice President of Hotel Operations 40 hours per week.			
Qualifications for This Role			
Bachelor's Degree in Hotel Management or equivalent. Ten years experience in the hospitality industry. Strong preference for multi-unit experience, preferably in resorts or other settings with experience in food and beverage, lodging, gift shop/other concessions and entertainment. Experience with issues of third provider relationships. Strong concentration of experience in food and beverage.			

CRI/FRION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following Format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name		Employer	
Andrew Stuart		Norwegian Cruise Line Limited	
Address		Employer Address	
1215 NE 95th Street Miami Shores, FL 33138		7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number	Date Of Birth or SSN	Employer Phone Number	Employer Fax Number
305 758-3750		305 436-4731	305 436-4119
Position	Hours/Week	Number of People Supervised	Employer e-mail (optional)
Senior Vice President of Passenger Services	40	338	
Duties & Responsibilities			
Plan, organize, develop and control all activities of the Passenger Services related departments to provide the highest level of customer service and accomplish budgeted financial objectives. Direct the functions of Group and Individual Reservations and Servicing, Dispatch, Passenger Courtesy, Air/Sea, Crew/Corporate, Documentation and Land Programs.			
Role in Proposed Business and Estimated Hours Per Week			
Mr. Stuart is Senior Vice President of Passenger Services 40 hours per week.			
Qualifications for This Role			
Bachelor's Degree in Business Administration. Ten years business management experience. Thorough knowledge of the NCL product line. Knowledge of the travel agent community, distribution systems and overall travel industry trends. Expertise in negotiating and experience in managing integrated departmental functions.			

CRITERION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following Format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name		Employer	
Robert Kritzman		Norwegian Cruise Line Limited	
Address		Employer Address	
17455 SW 79th Ct. Miami, FL 33157		7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number	Date Of Birth or SSN	Employer Phone Number	Employer Fax Number
305 378-9517		305 436-4651	305 436-4117
Position	Hours/Week	Number of People Supervised	Employer e-mail (optional)
Senior Vice President and General Counsel	40	9	

Duties & Responsibilities

Provides legal counsel and guidance to the Company's executives and upper management regarding the Company's activities in order to ensure maximum protection of its legal rights and to maintain its operations within the limits prescribed by law. Negotiates material contractual arrangements of the Company, including loan agreements, management agreements, acquisitions, divestiture and financing of business organization and structure and negotiation of joint venture agreements. Directs the defense of the Company against suits or claims and manages the Company's claims and loss prevention department. Develops, implements, and maintains policies and procedures to ensure the Company's awareness of and impact on federal and state legislation affecting the Company. Serves as secretary of the Company in accordance with the charter, by-laws and other legal requirements.

Role in Proposed Business and Estimated Hours Per Week

Mr. Kritzman is Senior Vice President and General Counsel
40 hours per week.

Qualifications for This Role

Law school degree (JD) and admission to the Florida Bar.
Ten years experience handling general corporate legal issues in either a corporate setting or for a private law firm. Knowledge of corporate law including litigation, anti-trust laws, court and regulatory agency procedure, contract negotiation and contract preparation.

(CRITERION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following Format to detail duties, qualifications, references, and contact for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name		Employer	
David P. Sweet		Norwegian Cruise Line Limited	
Address		Employer Address	
6489 SW 74 Street South Miami, FL 33143		7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number	Date Of Birth or SSN	Employer Phone Number	Employer Fax Number
305 663-9113		305 436-4900	305 436-4101
Position	Hours/Week	Number of People Supervised	Employer e-mail (optional)
Manager, Shore Excursions and Dive In	40	52	
Duties & Responsibilities			
<p>Manages day to day operations, of the Shore Excursion Department and NCL's Dive In, watersports program. Supervises a staff of 50 shipboard and 2 shoreside personnel. Develops shore excursion programs that are popular, provide a safe and appealing experience for our passengers and are profitable for the company.</p>			
Role in Proposed Business and Estimated Hours Per Week			
<p>Developed all Alaska shore excursions for NCL including the Dive In to Adventure Program. 40 hours per week.</p>			
Qualifications for This Role			
<p>B.A. Education - Major; Marine Biology PADI Certified Master SCUBA Instructor since 1976. Hydrologist, U.S. Geological Survey, openwater Training Director, Florida PADI College</p> <p>18 years in the Cruise Industry with 8 years working onboard ships as Dive In Instructor and Shore Excursion Manager.</p>			

CRITERION 1B. NONE.

Individual Experience and Related Background of Key Managers

Use the following format to detail duties, qualifications, references, and contact information for the offeror and key managers. This information should cover employment history for a minimum of 10 years (if available).

Name KAARE BAKKE		Employer NORWEGIAN CRUISE LINE LTD.	
Address 7960 S.W. 175 Street Miami, FL 33157		Employer Address 7665 Corporate Center Drive Miami, FL 33126	
Employee Phone Number	Date of Birth or SSN	Employer Phone Number (305) 436-4942	Employer Fax Number (305) 436-4159
Position Marine Superint.	Hours/Week 55 hrs./week average	Number of People Supervised Seven (7)	Employer e-mail (optional)
<p>Duties & Responsibilities Mr. Bakke is Superintendent of Maritime Operations. Responsible for ships' itineraries, port operations, port agents and Port Authorities for all ports. Further, works closely with various government agencies for the various destinations and countries visited with our ships.</p>			
<p>Role in Proposed Business and Estimated Hours Per Week Mr. Bakke will be the liaison person with Glacier Bay National Park Service management. Mr. Bakke will be working with the management on board each ship calling at Glacier Bay, in order to verify that Glacier Bay's guidelines and instructions for operation are followed by each ship.</p>			
<p>Qualifications for This Role Mr. Bakke has thirty-five (35) years maritime experience and twenty-five years cruise experience, including ten (10) years on board cruise ships, with various positions including Master. Mr. Bakke has fifteen (15) years shoreside operation with cruise ships. Also, twelve (12) years with Alaska and Glacier Bay operations – Kloster Cruise Royal Viking Line, Royal Cruise Line and Norwegian Cruise Line.</p>			

CRITERION 1B. NONE.

• PRINCIPAL FACTOR 2. CONFORMANCE TO THE TERMS AND CONDITIONS OF THE PROSPECTUS IN RELATION TO QUALITY OF SERVICE TO THE VISITOR

CRITERION 2A. THE OFFEROR AGREES TO PROVIDE THE SERVICES AS REQUIRED BY THIS PROSPECTUS.

1. Indicate below whether you agree to provide the required services under the conditions specified in the Permit.

Yes No

2. Provide a basic description of the ship(s) which the offeror proposes to operate in the park, including, as a minimum, the following, and any other vessel design information the offeror feels is pertinent.

Ship Name Norwegian Wind	Former Names Windward	Registry Bahamas
Gross Tonnage 50760 Tons	Builder Chantiers del'Atlantique, France	Date Launched April 1993
Length (ft.) 754 feet	Beam (ft.) 93.5 feet	Date of Last Refit March 1998 stretched 40 meters
Draft (ft.) 22.5 feet	Stack Height (ft.) 141 feet	Propellers (no. & type) 2 props. Diam 16ft. Ulstein Liann Fod340
Propulsion type (diesel electric, etc.) 2 Man8L 40/54+2MAN61 40/54	Propulsion power (kW or HP) 18480KW/25130HP	Fuel (type/weight) 180CST
Passenger Capacity (basis 2) 1748	Passenger Capacity (all berths) 2000	Cabin Size (mean sq. ft.) 165 sq. feet
Passenger/space ratio (basis 2) 29 tons pl. pax.	No. of Cabins 874 pax. cabins	No. of Wheel Chair accessible cabins 13 for handicapped and wheel in addition 16 cabins for hearing impaired
Officer Nationality Norwegian	Crew Nationality (approx. % each) Intl - nationality breakdown attached	

3. Do you agree not to use a substitute ship without the approval of the park superintendent and that any substitute must meet or exceed the standards of the ship approved in the proposal?

Yes No

4. Specify the total number of cruise ship entries into Glacier Bay from June 1 - August 31 for which you are applying.

Number of Entries (maximum is 68)
39

Criterion 2A

2. **Crew nationality (approx. % each)**
Attached please find nationality breakdown for our Norwegian Wind, dated May 23,1998. This breakdown sheet identifies 41 different nationalities working together onboard.

4. **Regarding number of entries which we are applying for, is 39.**

A maximum of seven (7) entries in permit LP-GLBA007-92, expires December 31, 1999. Since this permit is currently assigned to us, Norwegian Cruise Line Ltd., formerly known as Kloster Cruise Limited. We, Norwegian Cruise Line will maintain our right of preference in the renewal of above permit for a total of seven (7) entries.

CREW CHANGES DURING VOYAGE *NORWEGIAN WIND*

JUNEAU		20-May-98	
DEBARK	NONE		
EMBARKED	MARDIKASANA, I PU ROUGIER, AUGUSTINE	ID GD	UTLY HOTEL UTLY HOTEL
SKAGWAY		21-May-98	
DEBARKED	NONE		
EMBARKED	NONE		
HAINES		21-May-98	
DEBARKED	NONE		
EMBARKED	NONE		
KETCHIKAN		23-May-98	
DEBARKED	NONE		
EMBARKED	NONE		

DEPARTMENTAL BREAKDOWN

DECK	33
HOSPITAL	4
ENGINE	28
HOTEL	134
GALLEY	124
DINING ROOM	122
BAR	54
PURSER	11
CRUISE STAFF	10
THEATRE	21
MUSICIANS	13
ENTERTAINERS	3
SHORE-EX	2
DIVERS	4
CASINO	25
PORT & CR. C.	1
CREW BART.	1
TOT.NCL CREW	590
TOTAL CREW	626

CONCESSION

SUPERNUMEROUS	5
SALON	11
PHOTOGR.	5
GIFT SHOP	13
ART DIRECTOR	2
TOTAL CONCESSION	36

NATIONALITY BREAKDOWN

AUSTRIA	0	GUYANA	2	ROMANIA	5
AUSTRALIA	6	HONDURAS	21	SWEDEN	1
BARBADOS	4	HAITI	3	SLOVENIA	1
BELIZE	0	IRELAND	0	TUNISIA	1
CANADA	21	INDONESIA	56	TURKEY	5
SWITZERLAND	0	ISRAEL	0	TRINIDAD	22
CHILE	1	INDIA	9	U.S.A.	53
COLOMBIA	25	JAMAICA	111	ST. VINCEN	10
COSTA RICA	17	KOREA(SOUTH)	1	VENEZUELA	1
CROATIA	4	ST. LUCIA	1	S. AFRICA	3
GERMANY	2	NICARAGUA	13	MAURITIUS	1
DOMINICA	2	NORWAY	20	EL SALVAD	1
DOMINICAN REP	2	NEW ZEALAND	0	GREECE	0
ECUADOR	0	PANAMA	12	SLOVAKIA	0
FRANCE	1	PERU	1	MEXICO	0
UNITED KINGDO	39	PHILIPPINES	135	SPAIN	0
GRENADA	3	POLAND	7		0
GUATEMALA	1	PORTUGAL	2		0

TOTAL CREW 626

• PRINCIPAL FACTOR 2. CONFORMANCE TO THE TERMS AND CONDITIONS OF THE PROSPECTUS IN RELATION TO QUALITY OF SERVICE TO THE VISITOR

CRITERION 2A. THE OFFEROR AGREES TO PROVIDE THE SERVICES AS REQUIRED BY THIS PROSPECTUS.

1. Indicate below whether you agree to provide the required services under the conditions specified in the Permit.

Yes No

2. Provide a basic description of the ship(s) which the offeror proposes to operate in the park, including, as a minimum, the following, and any other vessel design information the offeror feels is pertinent.

Ship Name Norwegian Sky	Former Names N/A New ship	Registry Bahamas
Gross Tonnage 78,000	Builder Lloyds Werft Bremerhaven, Germany	Date Launched June 1999
Length (ft.) 842 feet	Beam (ft.) 105.8 feet	Date of Last Refit new ship
Draft (ft.) 26 feet	Stack Height (ft.) 174 feet	Propellers (no. & type) 2 ps. Kameva
Propulsion type (diesel electric, etc.) Diesel Electric	Propulsion power (kW or HP) 30000KW	Fuel (type/weight) 180CST
Passenger Capacity (basis 2) 2000	Passenger Capacity (all berths) 2400	Cabin Size (mean sq. ft.) 165 sq. feet
Passenger/space ratio (basis 2) 39 tons pr. pax	No. of Cabins 1000	No. of Wheel Chair accessible cabins 6
Officer Nationality Norwegian	Crew Nationality (approx. % each) International	

3. Do you agree not to use a substitute ship without the approval of the park superintendent and that any substitute must meet or exceed the standards of the ship approved in the proposal?

Yes No

4. Specify the total number of cruise ship entries into Glacier Bay from June 1 - August 31 for which you are applying.

Number of Entries (maximum is 68)

39

• PRINCIPAL FACTOR 2. CONFORMANCE TO THE TERMS AND CONDITIONS OF THE PROSPECTUS IN RELATION TO QUALITY OF SERVICE TO THE VISITOR

CRITERION 2A. THE OFFEROR AGREES TO PROVIDE THE SERVICES AS REQUIRED BY THIS PROSPECTUS.

1. Indicate below whether you agree to provide the required services under the conditions specified in the Permit.

Yes No

2. Provide a basic description of the ship(s) which the offeror proposes to operate in the park, including, as a minimum, the following, and any other vessel design information the offeror feels is pertinent.

Ship Name Norwegian Dynasty	Former Names Crown Dynasty	Registry Panama
Gross Tonnage 19,089	Builder Astilleros de Valencia, Spain	Date Launched January 1992
Length (ft.) 537 feet	Beam (ft.) 73.8 feet	Date of Last Refit Sept. 1997
Draft (ft.) 18 feet	Stack Height (ft.) 130 feet	Propellers (no. & type) 2 Kameva
Propulsion type (diesel electric, etc.) 4X Wartsila Diesel	Propulsion power (kW or HP) 13120 KW/17844 HP	Fuel (type/weight) 180CST
Passenger Capacity (basis 2) 820	Passenger Capacity (all berths) 916	Cabin Size (mean sq. ft.) 150 sq. feet
Passenger/space ratio (basis 2) 23.3 tons pr pax.	No. of Cabins 410 pax. cabins	No. of Wheel Chair accessible cabins 150 sq. feet
Officer Nationality Norwegian	Crew Nationality (approx. % each) International - Nationality breakdown attached	

3. Do you agree not to use a substitute ship without the approval of the park superintendent and that any substitute must meet or exceed the standards of the ship approved in the proposal?

Yes No

4. Specify the total number of cruise ship entries into Glacier Bay from June 1 - August 31 for which you are applying.

Number of Entries (maximum is 68)

39

As explained in "Business Opportunity", up to 68 entries are divided into the following six categories. This is necessary in order to give the incumbent concessioners their statutory right of preference in categories "B - F".

5. Do you wish to apply and compete in all categories in order to maximize your opportunity:

Yes

No

If "NO", specify the category or categories under which you are applying and the number of entries as follows:

Category	Entries (enter number)
Category A (maximum 38 entries)	
Category B* (maximum 13 entries)	
Category C* (maximum 4 entries)	
Category D* (maximum of 7 entries)	
Category E* (maximum of 4 entries)	
Category F* (maximum of 2 entries)	

The best proposal will be selected in each of the above six categories.

* An incumbent concessioner has a right of preference in renewal for these entries (see "Application of Preference in Renewal", this section - above).

6. Do you intend to utilize all entries authorized throughout the term of the permit? (Unforeseen events or circumstances that intermittently interfere with operations may, with the approval of the superintendent, be excused.)

Yes

No

7. Do you agree to notify the NPS of any unused entries that may become available in a timely manner and, if necessary, assist to facilitate the reallocation of the unused entry?

Yes

No

CRITERION 2B. DESCRIBE WHAT ADDITIONAL SERVICES AND/OR FACILITIES WILL BE PROVIDED AND/OR HOW THE COMPANY WILL IMPROVE UPON THE SERVICES OR SCHEDULES REQUIRED BY THIS PROSPECTUS, TO PROVIDE A SUPERIOR PARK EXPERIENCE FOR ITS PASSENGERS.

The National Park Service expects that concessioners will support the NPS in its mission to inform park visitors and concession employees about park resources and values. Some examples of services and facilities which might improve the visitor experience:

- a. Offer Native Alaskan art and handcrafts prominently in shipboard gift shops.
- b. Provide an expanded library of resource materials on Glacier Bay, Alaska, Native Culture including standard references, books, periodicals, videos, maps, etc.
- c. Feature local Alaskan artists and craftspersons in shipboard displays and in gift shops.
- d. Insure that ship board activities, gift shop items etc. contribute to visitor understanding of the area (e.g. gift shops offer only stuffed toy animals which are native to the area).
- e. Implement corporate and/or shipboard programs related to protection of the (marine) environment.
- f. Establish minimum standards of knowledge about Glacier Bay and the National Park Service for officers and crew members.

1. Describe the services and facilities related to the above that you propose to offer.

Management Policies Manual, Chapter VIII. "Promoting the sale of United States made handcrafts including Native American handcrafts relating to the culture, historical, natural and geographic characteristics of park areas is encouraged and there shall be a continuing effort to enhance the scope and supply of local handcrafts where they exist and to establish them where they do not."

2. Describe what measures the company will take to implement this policy in your service.

3. Describe other services, facilities, programs, itineraries, etc., your company will implement that will provide a superior park experience for the visitor.

CRITERION 3A. THE OFFEROR AGREES TO A FEE OF NOT LESS THAN THE AMOUNT DESCRIBED BELOW.

The NPS has determined that the fees described below is the minimum required offer:

\$5.00 per passenger (including both revenue and non-revenue passengers)

Please see the sample permit for specific details of the fee program.

Criterion 2B

1. a) **In our Alaska theme gift shop, we will offer over 200 items of Alaskan merchandise. The entire length of the storefront is decorated in a nautical Alaskan motif, including fishing accouterments and native totem poles.**

Also various books, photo magazines, Alaskan almanacs, maps, calendars and videos regarding the Inside Passage and Alaskan wildlife are available.
- b) **We have an onboard art auction. For the Alaskan cruises, we have contracted a local Alaskan artist, Tresham Gregg, of Haines, Alaska. He created several images based on the Alaskan culture and native Alaskan themes for sale at the auction. During this program we read Tlingit tribal stories in conjunction with the artwork of Tresham Gregg.**
- c) **Bill and Gene Tauck will be conducting a series of lectures during our Alaskan cruises. Topics include: "The Wonderful Land of Alaska," and "Cruising in the Footsteps of Glaciers." All talks are accompanied by slides.**
- d) **Our children's program reflects various aspects of Alaska. Children program include various Alaskan themes, such as, "Save the Ocean-Discover the Deep Blue," and making totem poles and learning about whales, eagles, moose, etc.**
- e) **In order to enhance the passenger experience while in Glacier Bay, we offer limited activities until the ship has left the park. Basketball and shuffleboard are not offered while in Glacier Bay. To enjoy the sounds of the park, music will not be played over the loudspeakers. Our onboard lecturers, Bill and Jean Tauck, will be mingling throughout the ship to answer questions. As always, passengers are told not to throw anything overboard and not to feed the birds.**

Implement corporate and/or shipboard programs related to protection of the marine environment.

This is to certify that the Safety Management System of the Norwegian Cruise Line has been audited by Det Norske Veritas, and, that this company complies with the requirements of the International Management Code for the safe operation of ships and for Pollution Prevention (ISM Code for passenger ships.

Each of our nine (9) passenger ships have been certified under the ISM Code as well.

Criterion 2B

A detailed environmental manual has been prepared in reference with ISM code, which covers the following important subjects:

- 1. Environmental Management System.**
- 2. Regulations, Conventions and Policy Requirements**
- 3. Rules and Responsibilities**
- 4. Shipboard System and Procedures**
- 5. Inspections, Assessments and Audits**
- 6. Management Reporting**
- 7. Log book / Records / Disposal Regulations**
- 8. Environmental Pollution Prevention**

The content of the Environmental Manual is our corporate and shipboard policy and implemented program for the protection of the marine environment . If required, or request, ISM certificate can be provided from this office and each of the vessels we operate. This, to include Environmental Manual as well.

- f. The Master of each ship calling at Glacier Bay, is forwarded all necessary documents available in order to comply with existing regulations and guidelines.**

This, to include Concession permit and its content, vessel regulations 36 CFR Sec. 13.65, Pollution Minimization Plan, approved by Glacier Bay Park Service for on board implementation. Other documents are Concession Policy Act and 36 CFR Part 51, Concession Contracts and Permits.

The Master of each ship calling at Glacier Bay is showing and distributing information from above documentation to the Department Heads and Senior Management on board.

The interpretive program we have with the National Park Service in Glacier Bay have been and will continue to be introduced to all crew members on board; through reading material made available to Officers and Crew. Good cultural and natural history knowledge of Glacier Bay is expected of all Officers and crew.

Information materials available to passengers, are also available to Officers and Crew. The Master and shipboard management are required to have monthly meetings with the crew. During these meetings, issues regarding Glacier Bay are discussed.

Further, any informative materials provided to shoreside operation by Glacier Bay management are always forwarded to the ship immediately.

Criterion 2B

Videos regarding Glacier Bay will be shown to Officers and Crew as well.

1. Topics A through Z are explained.
2. List of local handi-crafts from Alaska sold in the Gift Shops is attached.
3. Service programs for superior park experience for our visitors. Our company has always been part of the National Park Service interpretive program, and we will continue with this program for all of our vessels entering Glacier Bay.

We strongly feel that with NPS Park Rangers on board while in Glacier Bay, we can provide a superior park experience for all the visitors.

Further, the shipboard program for the whole day visiting Glacier Bay is professionally prepared, allowing for only activities that do not take anything away from the Glacier Bay experience, or reducing the positive impact of such great adventure.

Furthermore, the Casino is closed while in Glacier Bay, no bingo, no music played on open deck.

The on board lecture(s) introduces information to the passengers concerning Glacier Bay, prior to ship's arrival. Thereby, we do succeed in getting all the passengers attention once the ship arrives. The P.A. system is used only by the Park Rangers for their commentary when the vessel is next to the Glaciers.

We will continue to participate in the National Park Service Interpretive Program.

Additional elements not included in the NPS Interpretive Program. These issues to be addressed:

- Programs for children
- Glacier Bay video for passengers and crew prior to arrival.
- Provide passengers and crew with supplemental materials about Glacier Bay prior to arrival.
- Provide program for passengers by a specialist on park related issues, i.e., natural history, Alaskan history, Alaskan culture, etc., prior to arrival at Glacier Bay.

M/S Norwegian Wind

Alaskan Hand-Craft and Theme Goods

<i>SKU Number</i>	<i>Item Description</i>
29812	Totem w/Wings 2.50"
759393	Totem w/Wings 2.75"
29813	Totem w/Wings 3.25"
759403	Totem w/Wings 4.00"
71099	Totem w/Eagle 7.00"
29817	Totem w/Wing 6.00"
71100	Totem w/Bear 4.50"
71101	Totem w/Eagle 5.00"
71102	Totem w/Eagle 5.00"
215879	13" Eskimo Doll (Boy)
216959	13" Eskimo Doll (Girl)
760272	9" Eskimo Doll (Boy)
760308	9" Eskimo Doll (Girl)
106956	16" Porcelin Eskimo w/Baby
106957	16" Porcelin Eskimo w/Dog
106958	16" Porcelin Eskimo w/Mittens
106960	7 1/2" Porcelin Eskimo in Kayak
106961	10" Porcelin Eskimo w/stick
106963	Snow Poke Glacier Gladys
106964	Snow Poke Mukluk Nelly
106965	Snow Poke Salmon Sam
106966	Snow Poke Gold Pan Dan
106967	Snow Poke Es-Ki-Mee & Pup
156022	Playing Cards
762474	Knit Head-Band
157584	Knit Scarf
29782	Knit Gloves
71105	Knit Cap
63843	Rain Poncho
106941	Buckles N To AK
106942	Buckles A Is What Was
106943	Candle Holder AKFGMN
106944	Candle Holder Eagle
106945	Candle Holder Totemic
106947	Candle Holder Wildflower
106986	Mouse Pad Totem
107001	Floating Pen Alaska
106948	Ornament - Wood Moose Grn. Wreath
106953	Ornament - Wood Moose Wreath
106954	Ornament - Wood Moose Bear
29831	Arctic Kid Ornament
29826	Round Ornament
71114	Ornament Wreath
29819	X-Mas Ball "Eagle"
29820	X-Mas Ball "Dog"
29821	X-Mas Ball "Totem Pole"
29822	X-Mas Ball "Merry ChristMoose"
29824	X-Mas Ball "Snow People"
106955	X-Mas Ball "Wolves Running"
71116	Poly Ornament Totem

M/S NorwegianWind

Alaskan Hand-Craft and Theme Goods

<i>SKU Number</i>	<i>Item Description</i>
29805	Bean Bag Polar Bear
29806	Bean Bag Bear Brown
29807	Bean Bag Bear Black
29808	Bean Bag Moose
769273	Pin Assortment
106968	Pweter KR Spinner Passage
106969	KR Spinner Round Bear
106970	KR Spinner Oval FGMN
106971	PVC Soft 3" AK Eskimo
106972	PVC Soft 3" AK Totem
106973	PVC Soft 3" AK Land
106974	PVC Soft 3" AK FGMN
106987	Vinyl Totem Pole Magnet
106989	Vinyl Facts Magnet
106990	Thermometer Map Magnet
106992	Thermometer Totem Magnet
106993	Poly Resin Ketchikan Magnet
106994	Poly Resin Juneau Magnet
106995	Poly Resin Skagway Magnet
106997	Poly Resin Inside Passage Magnet
106998	Stain Glass Moose Magnet
106999	Stain Glass Totem Magnet
769503	Poly Resin Ornament Asst.
106976	Terry Towel Quilt
106977	Oven Mitt Quilt
106978	Hot Pad Quilt
106979	Hot Pad Country Moose
106980	Oven Mitt Country Moose
106981	Terry Towel Country Moose
106982	Hot Pad Lodge Look
106983	Oven Mitt Lodge Look
106985	Terry Towel Lodge Look

Criterion 2B-3

3. **Please find attached the Cruise News for Norwegian Wind (May 15, 1998) when the vessel called at Glacier Bay.**

Further, please find attached our Youth News, which includes onboard programming for "Teens", children, 3 to 5 and 6 to 12 years old for our Norwegian Wind.

1. Do you agree to this initial level of fees as shown above and in the sample permit?

Yes

No

CRITERION 3B. NONE

CRITERION 4A. THE OFFEROR PROPOSES TO PROVIDE INTERPRETIVE SERVICES (EITHER THOROUGH THE NPS INTERPRETIVE PROGRAM OR THOROUGH AN APPROVED CONCESSIONER PROGRAM) WHICH MEETS THE REQUIREMENTS OF THE PROSPECTUS AND PERMIT.

The National Park Service has determined that the following Interpretive program is the minimum acceptable program for cruise ship services in Glacier Bay.

Program Overview

The Interpretive program will support the missions of both the National Park Service and Glacier Bay National Park and Preserve. Please refer to the *National Park Service and its Mission* and the *Park Area and its Mission* sections in this Prospectus.

Staffing

A minimum of three staff (one supervisor and two interpreters) are needed to meet the minimum goals and objectives of the Interpretive Program.

Supervisor: The supervisor needs to exhibit the knowledge, skills and abilities to supervise employees, to direct an operation, to maintain cooperative working relationships, to communicate effectively orally and in writing and to demonstrate and teach interpretive methods and techniques. The supervisor needs a working knowledge of the area.

Interpreters: The interpreters must exhibit knowledge of the cultural and natural history of Glacier Bay and the skills and abilities to research, prepare and present professional quality interpretive programs to diverse audiences. The interpreters must utilize accepted interpretive techniques and principles found in the Support Materials list below.

Recruitment

In order to find applicants with extensive interpretive experience and education, recruit from a broad range of applicants with a comprehensive knowledge of cultural and natural history. As a minimum, Interpretive staff must have completed a 4-year course of study above high school leading to a bachelor's degree with 24 semester hours of job related course work; 1 year of relevant interpretive experience; a combination of 1 and 2 above; or knowledge, skills and abilities needed to perform the job by virtue of having lived in or near Glacier Bay National Park and Preserve.

Training

Provide a comprehensive training program that will result in an interpretive staff who are knowledgeable in the natural and cultural history of Glacier Bay, past and present research and park management issues. Training includes skills and techniques needed to prepare original thematically based presentations. A minimum of three days of orientation spent exploring Glacier Bay first hand from forest floor to glacial barrens. Interpreters will be provided with the opportunity to observe an experienced interpreter while

- “Interpreting for Park Visitors” by William Lewis
- “The Process of Interpretive Critiquing” by William Lewis
- “The Tlingit Indians” by G.T. Emmons
- “Glacier Bay Official National Park Handbook”
- “Glacier Bay, the Land and the Silence” by Dave Bohn
- “Blue Ice in Motion, The Story of Alaska’s Glaciers” by Sally D. Wiley
- “Glaciers of North America, A Field Guide” by Sue A. Ferguson
- “The Nature of Southeast Alaska” by R. O’Clair, R. Armstrong and R. Carstensen
- “Guide to Marine Mammals of Alaska” by Kate Wynne
- “Field Guide to the Birds of North America” by National Geographic Society
- “Plants of the Pacific Northwest Coast” by J. Poljar and A. Mackinnon
- “Glacier Bay, the Grand Design” video, NPS publication
- NPS Strategic Plan
- Glacier Bay NP Strategic Plan
- Glacier Bay NP Vessel Management Plan
- Glacier Bay NP General Management Plan
- Glacier Bay NP Interpretive Plan (when available)

1. Do you agree to provide an interpretive program meeting these minimum criteria?

Yes

No

The National Park Service offers cruise ship Concessioners the option of utilizing the *NPS Interpretive Program* on a cost-recovery basis (the Concessioner pays the prorated cost of the program). The NPS program exceeds the criteria stated above and the additional criteria identified in 4B (below) and consists of NPS trained Interpretive Rangers, who provide commentary, programs, interpretive materials, etc. as described below. The program includes pilot boat service for boarding and disembarking the Rangers as each ship enters and leaves Glacier Bay. The cost will range from \$0.75 to \$1.50 per passenger, based on actual program costs.

2. Will you participate in the NPS Interpretive Program (including cost-recovery)?

Yes

No

If you do not participate in the NPS Interpretive Program, submit a full description of your proposed interpretive program, including employment standards (resumes for existing interpretive staff or position descriptions for currently unfilled interpretive positions), staffing levels, staff and supervisory training program, monitoring and mentoring program, native and local hire program, procedures for updating interpretive program with current research and park management directives, sources for information, description of resource and reference materials available for the interpretive staff, description of slide file (or other media) available for audio-visual and other presentations, and other materials that would assist in evaluating the program. Minimum criteria for the Interpretive program (as stated above) must be met in order for the offer to be considered responsive.

Muir Inlet is not part of the optimal itinerary because the NPS believes that the transit time needed for traveling to both the East and West arms of Glacier Bay could diminish the time spent at tidewater glaciers and thus passenger enjoyment and understanding of the park.

Johns Hopkins Inlet is a secondary element of the optimal itinerary due to seasonal area closures, high concentrations of harbor seals and other factors that will often preclude going beyond, or even approaching, Jaw Point.

Other bays and inlets of Glacier Bay National Park (such as Dundas Bay, Lituya Bay) are not included due to potential conflicts of cruise ship activities with existing visitor uses.

Transit through **Glacier Bay National Park marine waters outside of headlands**: Icy Strait, Cross Sound and the outer coast open waters (the Park boundary extends three miles off shore) are considered an incidental use of the Park at this time. The NPS encourages cruise ship operators to develop appropriate ship-board programs to further passenger knowledge and appreciation of these remote areas of the park .

1. Do you propose to operate in accordance with an *optimal itinerary* shown above?

Yes

No

2. If NO, provide the proposed itinerary or itineraries, including, at a minimum, all areas to be visited, activities in each area and the times for each activity (one format for this is the table below).

Time(s)	Activity
	Glacier Bay Arrival
	Passing Queen Inlet northbound
	Begin Commentary
	Arrival at Margerie/Grand Pacific Glaciers
	Departure from Margerie/Grand Pacific Glaciers
	Interpretive presentation(s)
	Meals
	Times at other glaciers/inlets (specify)
	Activities which restrict interpretive commentary (specify activity)
	Departure from last glacier
	End Commentary
	Passing Reid Glacier southbound
	Depart Glacier Bay

The itinerary submitted should also include a list and timetable for all passenger activities, including meals, while in Glacier Bay, noting any activities that would restrict public address system interpretive commentary or impact the interpretive focus on the park.

3. If you answer yes to item 1, but would also like to propose possible alternative itineraries which you feel would provide a superior visitor experience, please do so here. Provide details of why you feel this would be a superior itinerary and whether or not this itinerary is an optional or integral element

Criterion 4B.1

1. **We propose to operate within the optimal itineraries shown above. The Norwegian Wind will continue with early arrival 0700 hours.**

The Norwegian Sky, when entering service in Alaska during the year 2000, will have the arrival at 1000 hours.

However, we will work with National Park Service and perform minor adjustments as requested, in order to present optimal experience for the passengers.

On the Norwegian Wind's Cruise News, "Today's Top Activities at Glacier Bay National Park" are scheduled from 6:00 a.m., to 3:00 p.m., and we are working together with the ship in order to change this from 7:00 a.m., to 4:00 p.m., by delaying the arrival to Ketchikan by one hour; this operation should work out favorably for us.

During the day in Glacier Bay, even lunch is served in the dining room we try to encourage to have lunch on open deck and therefore, have a better view of the beautiful nature.

All three (3) dining rooms onboard the Norwegian Wind are equipped with great windows, so most passengers can enjoy the view while having lunch.

During the year 2000, when we start to operate with our new vessel Norwegian Sky, we may request arrival at 1100 hours instead of 1000 hours.

Due to amount of passengers carried 2000 plus passengers we will serve lunch earlier in the dining room thereby meals in dining rooms will be completed prior to approaching the Glaciers. However, due to increase capacity for dining possibilities, buffet type service closed to the open upper decks.

This new vessel will be great for Glacier Bay.

of your proposal (*optional* meaning implementation of the itinerary would be at the NPS's discretion; *integral* meaning that, under your proposal, some entries would *need* to use the alternative itinerary).

Additional Elements of the NPS Interpretive Program

The following items are elements of the NPS Interpretive Program which exceed the minimum requirements listed in 4A. If you indicated in 4A #2. (above) that you would participate in the NPS Interpretive program, you will be credited with providing these additional items. Applicants who will not be participating in the NPS Interpretive Program would need to specifically address each item in order to receive consideration for exceeding minimum standards for that item.

- Provide interpreters with the opportunity to visit libraries, museums or institutions that have Alaska and Glacier Bay specific information or reference materials.
- Provide opportunity for interpreters to work with experts on interpretive program subjects such as communication and interpretive techniques.
- Offer mentoring program(s) for southeast Native individuals to introduce the field of interpretation and provide the passengers with cultural interpreters.
- Offer supplementary field trips both ashore and on the waters of Glacier Bay to provide interpreters with added personal experience to further enhance their programs.
- Provide the interpreters additional training and materials to develop more specialized and in-depth programs.
- Conduct focus groups and additional surveys to determine if passengers understand and appreciate the significance of Glacier Bay National Park and Preserve.

4. Do you propose to meet any or all of the elements shown above? [Applicable only if you will not be participating in the NPS Interpretive Program: the NPS Interpretive Program meets these elements.]

Yes

No

Norwegian Cruise Line is committed to continue participating in the N.P.S. Interpretive Program.

Additional Elements Not Included in the NPS Interpretive Program

The following items are potential areas where applicants could exceed minimum interpretive program requirements whether they are participating in the NPS interpretive program or not. All applicants should provide details of how each item would be addressed or provided if the item is to be included in the applicant's operation.

- Schedule programs and provide materials specifically for children on board with a park related theme.
- Provide passengers and crew the opportunity to view video(s) about GLBA prior to arrival.

- Provide passengers and crew with supplemental materials about Glacier Bay prior to arrival in Glacier Bay.
- Provide programs for passengers by specialists on park related subjects, i.e. geology, ecology, natural history, Alaska history, native Alaskan culture and art, prior to arrival in Glacier Bay.

5. Do you propose to meet any or all of the elements shown above? If yes, provide details.

Yes

No

Opportunity for Applicants to Propose Innovative Interpretive Program Elements

Applicants are encouraged to provide details of any additional interpretive services or interpretive program details (not listed above) which they propose to provide and which would result in improved interpretive program.

6. Do you propose to any additional interpretive elements or services? If yes, provide details.

Yes

No

CRITERION 5A. THE OFFEROR AGREES TO SUBMIT A POLLUTION MINIMIZATION PLAN

Park vessel regulations (see appendix) require the following:

To obtain or renew an entry permit, a cruise ship company must submit and, after approval, implement a pollution minimization plan. The plan must ensure, to the fullest extent possible, that any ship permitted to travel within Glacier Bay will apply the industry's best approaches toward vessel oil-spill response planning and prevention and minimization of air and underwater noise pollution while operating in Glacier Bay. The superintendent will approve or disapprove the plan." (36 CFR 13.65(b)(2)(ii)(A))

The *Pollution Minimization Plan* was first implemented for the 1996 season. The NPS offered some initial ideas and suggestions to existing operators to help guide preparation of these pollution plans (see appendix - *Pollution Minimization Plan Elements*). These initial ideas are by no means exhaustive, nor are they mandatory requirements, but are offered to provide general guidance to all potential applicants. The *Pollution Minimization Plan* is an essential element of the Glacier Bay Vessel Management Plan's carefully crafted approach of providing increased access to the park while also assuring the performance of the NPS's fundamental and predominant stewardship responsibility to protect the park's resources and values. Companies are strongly encouraged to go beyond the elements initially suggested for these plans and to propose innovative, creative, and cost effective strategies to minimize air, water and underwater noise pollution.

1. Do you agree to submit the required *Pollution Minimization Plan* as part of your application and, after approval, implement the plan as approved? If yes, attach the plan (see Criteria 5B for additional elements which may be included).

Criterion 4B.5

Please find attached Press Release issues for the Windward's 1997 Alaska Program.

This program and various activities and lectures are identified in the attached Press Release provided to passengers onboard the Norwegian Wind in 1998.

Programs specifically designed for children onboard are provided regarding park related theme. Children coordinators are employed onboard for this purpose.

Passengers and crew are given the opportunity to view videos related to Glacier Bay prior to arrival. Further, full-time lecturers are employed onboard while the vessel is operating in Alaska, providing information to passengers prior to arrival.

Regarding supplemental materials related to Glacier Bay, required maps are distributed to all cabins onboard. Further, for those passengers not present in public rooms upon lecture presentation, also have the opportunity to view direct televised programming in their cabin (s) if they so desire. Direct videos are also available in all crew, and Officer cabins.

Alaska History:

Native Alaskan cultures, art and areas of common interest concerning Alaska and it's beautiful nature and Glaciers are professionally introduced to passengers by the onboard lecturers through the well established program.

N E W S R E L E A S E



NORWEGIAN CRUISE LINE

CONTACT: Fran Sevcik, (305) 460-4762
Stacy Moyer, (305) 460-4799

NORWEGIAN CRUISE LINE'S WINDWARD OFFERS

UNSURPASSED EXPERIENCE IN ALASKA

-- Native Alaskan Perspective and Adventurous Shore Excursions Among Options --

CORAL GABLES, Fla., -- Norwegian Cruise Line's WINDWARD will return to Alaska for a fourth season, providing passengers with the perfect platform from which to experience the state's magnificent scenery. "Bolstered by a complement of onboard enrichment, entertainment and adventurous shore excursion options, the WINDWARD offers an unsurpassed Alaskan experience," says Bruce Nierenberg, Executive Vice President of Norwegian Cruise Line. "As a result, the WINDWARD is showing very strong bookings for its 1997 Alaska season."

On every WINDWARD cruise to Alaska, native Alaskans will be aboard to provide an in-depth perspective on the Glacier State's history, its people, pioneer spirit, wildlife, geography and culture. Ketchikan natives will give formal lectures, slide presentations and live commentaries from the bridge or Observatory Lounge as the ship passes through areas of interest. In addition, lecturers will also present an insider's viewpoint on the ship's ports of call.

For those seeking excitement ashore, NCL's "Dive-In to Adventure" program offers exhilarating shore excursions ranging from scuba diving trips and snorkeling to glacier hiking. In each of the four ports of call where excursions are offered -- Ketchikan, Skagway, Juneau and Haines -- a choice of two to four options will provide adventure for **even the** most seasoned travelers.

- more -

PUBLIC RELATIONS DEPARTMENT

7665 CORPORATE CENTER DRIVE, MIAMI, FLORIDA 33126 PHONE 305.436.4000 FAX 305.436.4124

In Ketchikan, snorkeling in George Inlet and scuba diving in Clam Cove are among the options. Ketchikan is described as one of the world's best snorkeling locations and George Inlet offers a protected underwater experience. Water temperatures and conditions are much like those off the California coast, with one major exception: Ketchikan offers a myriad of rare marine life native only to these waters. NCL provides wet suit, snorkeling and diving equipment along with instruction and underwater guides to point out exotic creatures.

In Skagway, passengers can thrill from the exhilaration of glacier hiking and mountain biking. The Laughton Glacier is a 40-minute hike and an easy climb for anyone in good physical shape. The White Pass biking adventure is a care-free ride down 15 miles of spectacular views with excellent photo opportunities. Both excursions provide round trip railroad transportation.

Juneau offers hiking on the Mendenhall Glacier where participants can peer into and touch deep blue ice caves. While sea kayaking in Auke Bay, passengers will spot various wildlife and in forests. Both excursions end with an all-you-can-eat feast at the Gold Creek Salmon Bake.

Ideal for cruising scenic Alaska, The WINDWARD offers expansive views for sightseeing from numerous vantage points; suites and staterooms with floor-to-ceiling and picture windows, coveted balcony suites, spacious open decks and floor-to-ceiling windows in dining rooms, public areas and in lounges. With 85 percent of the WINDWARD's staterooms on the outside of the ship, passengers have a continuous view.

Departing from Vancouver's Ballantyne Pier every Monday from May 5 to September 8, 1997, passengers aboard the WINDWARD have their choice of two seven-day itineraries. Thirteen of the sailings will offer the "Glacier Bay" itinerary and six will feature the "Sawyer Glacier" itinerary. Both visit Juneau, Skagway, Haines and Ketchikan, and cruise the Inside Passage. While the "Glacier Bay" series features an exhilarating trip through Glacier Bay, the Sawyer Glacier series cruises the awe-inspiring Sawyer Glacier.

Windward Alaska...3

The WINDWARD will also offer three repositioning cruises in 1997 including a 16-day Transcanal Cruise on April 19 from San Juan to Vancouver; a five-day Pacific Coastal Highlights Cruise on September 15 from Vancouver to Los Angeles; and a 14-day Transcanal Cruise on September 20 from Los Angeles to San Juan.

NCL's cruise-only fares aboard the WINDWARD for both seven-day "Glacier Bay" and "Misty Fjords" series range from \$1,049 to \$2,849 per person, based on double occupancy. Air-add-ons are available from most major North American gateways.

For more information and reservations contact a travel agent or call in the U.S. and Canada (800) 327-7030; in Dade County, Fla., (305) 436-0866; or visit NCL's website at www.ncl.com.

###

Criterion 4B.6

NCL's "Dive In To Adventure" Program

In 1994, Norwegian Cruise Line pioneered a unique shore excursion program called "Dive In To Adventure". This program is designed to educate NCL passengers on the ecology and natural beauty of the pristine Alaskan environment. Passengers then experience it first hand by participating in these select, small group eco-tours.

During the initiation of this unique program, NCL worked hand in hand with the Tongass National Park Forest Service conducting environmental impact studies. These studies were conducted to determine any negative impact that small groups would have on the existing trail system of the Revillagigedo area. Norwegian Cruise Line is looking forward to conducting similar studies in other Alaskan destinations.

All "Dive In To Adventure" guides are fully certified and insured SCUBA Instructors and maintain a vast knowledge of our natural environment. A majority of the guides hold degrees from major U.S. universities and all have marine science and animal behavior backgrounds.

"Dive In To Adventure" tours consists of hiking, biking, kayaking as well as snorkeling and SCUBA. The program allows passengers of all skill and fitness levels to participate in the program. In Juneau they can choose from an easy paced guided nature walk on Douglas Islands to a challenging half day kayak trip through the Channel Islands. While sea kayaking in Auke Bay, passengers will have the opportunity to spot various sea mammals in their natural habitat. In Skagway they can choose between a vigorous combination train-hike to the Laughton Glacier or a unique hike and float trip along the Chilkoot Trail. Our stop in Haines allows passengers three different venues to explore the popular Chilkat Bald Eagle Preserve by hiking, biking, or kayaking.

Passengers who have participated in the "Dive In To Adventure" program not only experience these natural wonders first hand, but also take home with them the true Alaskan spirit of adventure.

Criterion 4B.6

Yakutat Tlingit Tribe Pilot Program

Norwegian Dynasty is calling at Yakutat and Hubbard Glacier each week this season, and scheduled for each week during the 1999 season as well.

In connection with the vessel's visits to Hubbard Glacier two local natives board the vessel together with the pilot in order to serve as interpreters during the Glacier transit.

During the approach to the Glacier, an approximately 2 hour trip, the interpreters explain all topographic features of the area as well as they give an orientation about the wild life to expect of the area.

At the Glacier, the interpreters explain about the Glacier itself as well as the commentate on the ongoing activity.

When leaving the area, the interpreter shows a slide presentation in the show lounge, that apart from presenting the Glacier, also touches base on the intercalation between the original population, the Glacier and the wild life surrounding area.

The lectures are very popular amongst the passengers and a video tape of the event is shown in the evening on TV.

The arrangement is a pilot project backed by the "Yakutat Chamber of Commerce" and the Yakutat Tlingit Tribe. In charge of the narrators is Mr. Walter Porter.

We intend for above pilot project to continue, and if at all possible, we would like to be extended to other destinations in Alaska on board our vessels.



Yes



No

CRITERION 5B. THE OFFEROR PROPOSES TO MINIMIZE ENVIRONMENTAL IMPACT IN THE PARK.

Following is a description of the potential environmental impacts cruise ships may have in Glacier Bay National Park. Offerors should address in their proposal measures they would take which go beyond law and regulation to further minimize or eliminate these environmental impacts while operating in the park (Address each item as an element of the *Pollution Minimization Plan* required in 5A.).

Stack emissions - Stack emissions from cruise ships are a potential problem in the Park. Even low levels of cruise ship stack emission can create a lingering visual blue-gray plume layer in front of the Park's tidewater glaciers. These visible plumes impair scenic and photographic opportunities in the park.

Discharge into park waters - Discharge of pollutants, including petroleum products, waste water and other wastes may negatively affect marine and coastal resources.

Underwater noise - Radiated noise from cruise ships contributes to underwater sound levels in Glacier Bay. Research has demonstrated that vessel noise can cause behavioral changes in marine mammals which may ultimately affect reproductive capability or survival.

Wildlife Protection - Cruise ships may affect additional marine resources in Glacier Bay including:

Harbor Seals - The upper part of Johns Hopkins Inlet is one of the largest harbor seal pupping areas in the world. A closure prohibits cruise ship traffic south of an imaginary line running approximately due west from Jaw Point from May 1 through August 31. However, ships should remain ¼ nautical mile from all seal concentrations and should avoid disturbance of seals when operating in Hopkins outside of the closure period.

Sea Birds - Ship crews and passengers occasionally feed sea birds, particularly near nesting colonies at tidewater glaciers where the vessels remain for extended periods. This may result in an altered diet and behavior pattern for certain bird species. Detailed instructions should be provided to crew members and shipboard newsletters should explain why birds should not be fed in the park. The NPS will work with companies to develop appropriate wording for these messages.

Sea Bird Nesting Colonies - Sea bird nesting colonies are particularly susceptible to vessel disturbance. Vessels are required to maintain a minimum of distance of 100 yards from seabird nesting colonies.

Litter - Trash, coffee cups, ping pong balls, balloons, etc., discarded from cruise ships have occasionally been found in the park.

Shipboard noise - Music, public address system announcements and other noise transmitted on outside decks of the ship travels readily over water and interferes with the quiet enjoyment of the park by passengers on other vessels and park visitors on-shore.

Criterion 5A

POLLUTION MINIMIZATION PLAN

Appendix 2: Pollution Minimization Plan Elements
Instructions have been utilized for the preparation of this plan.

1 - Air Quality

Presently only one of our vessels, the Norwegian Wind, formerly called Windward is calling at Glacier Bay. This vessel has been calling at Glacier Bay every season since 1994, and is scheduled on the same itinerary for the years to come. The Norwegian Wind has never been issued emission violation for excessive opacity reading.

For the year 2000, our new vessel, presently under construction in Bremerhaven, Germany, is scheduled to call at Alaskan destinations together with the Norwegian Wind. The name of the vessel will be Norwegian Sky.

- a) The protection of the environment is a global requirement and the marine industry has to contribute its share. Our vessels calling at Alaskan waters are all equipped with diesel engines. In reference with engine manufacturers' specifications, following parameters are simultaneously the basis for safe engine operation, free of breakdown and drastically reduced emission from the funnel.**

**High stroke / bore ratio
High compression ratio
Intensive injection
Controlled injection procedure
Optimized timing
High ignition pressure**

Extensive research by the diesel manufacturers has led to emission reduction for the newer diesel engines. The diesel engines on board our vessels operating in, and scheduled to operate in Alaska are equipped with, and operated under above criteria.

- b) The method how the diesel engines are operated and maintained is important in order to minimize stack emission.**

Following operational procedure implemented on our vessel calling at, and to be implemented on new vessels intended to call at Glacier Bay.

Air Quality

The Norwegian Wind is equipped to operate on constant, fixed RPM for the main engines for propulsion. However, as we have previously communicated to the management of Glacier Bay National Park, our Norwegian Wind's vibration is higher on fixed RPM, thereby, the vessel operates on variable RPM which drastically reduces the vibration. When the propulsion power is adjusted on the bridge, the adjustment of RPM and pitch for each propeller is adjusted by computer, in order to gradually increase or decrease the speed of the vessel.

Our vessel(s) do not use the incinerator(s) while in Glacier Bay, nor in any other emission sensitive areas.

The number of engines utilized for propulsion are always in reference to speed requirement. However, for safety purpose, always one engine is engaged to each shaft and propeller is utilized, since both propellers are required to be operational in restricted, enclosed waters, (our company's policy).

- c) Our vessel operating in Glacier Bay, and those vessels intended for this operation, are equipped with emission monitoring system. This to include camera installed on the upper stack area, transmitted to TV type monitors located on the bridge and engine control room. This camera equipped with video recording. Both, engine control room and navigation bridge, are manned at all the time. Alarm system to be installed prior to year 2000, for the purpose of fast response to any sudden increase to the emission opacity.

This is to confirm that later this year, our Norwegian Wind will be equipped with comprehensive:

- 1) Exhaust gas economizer monitoring system.
- 2) Smoke density monitoring and alarm.
- 3) Coppart chemilinescent NOX analyzer.

The detailed description concerning above monitoring equipment is as follows: This equipment will be installed on the Norwegian Wind later this year 1998. This equipment which includes the newest technology will be installed on board our new vessel, and other vessels prior to entering Alaskan waters and Glacier Bay for the future.

This equipment will provide us with the best possible means of monitoring and reducing stack emission from our ships.

Air Quality

Independent contractors are presently utilized in Alaska, for the purpose of independent reading during arrival / departure, and during port stay. We will continue with above readings.

1. EGE Monitoring System

The revised proposal for monitoring of the pressure drop across the Exhaust Gas Economizer (EGE) and outlet temperature is based on using the existing measuring point placed before and after the EGE unites. The system will be connected to the vessel common alarm and monitoring system by the Engineer and will therefore, be terminated in a junction box located at the EGE platform.

Scope of supply:

- 6 pcs. Temperature sensors PT-100 with 1/2" connection for inserting in gas uptake channel.**
- 6 pcs. Differential pressure transmitters**
- 12 pcs. Sensing tubes for DP transmitters**
- 12 set Connectors for DP transmitters**
- 1 PC Junction box with marked terminals**
- 1 set Cables for installation between sensors and junction box**
- 3 set Instruction and operation manual.**

2. Smoke density monitoring and alarm, type SDM-FO:

For continuous monitoring of the smoke emission, one (1) monitor with alarm function will be installed on each uptake channel (stack). The SBS smoke density monitor, type FO is used to control or monitor smoke emission from combustion and any form of dust emissions, see attached product sheet.

The smoke density monitor will be supplied as a complete unit for easy installation and comprises the following parts:

- Sensing heads with glass fiber optic sensing rods**
- Monitor and alarm unit complete with:**
- Identical receiver and transmitter heads and air sealing nozzle**
- Light beam transmitter and receiver unit**
- Power supply with two analog outputs and adjustable alarm points**
- Remote smoke density indicator for control room**
- Connection for sealing air**
- Installation and operation manual**

If sealing air cannot be provided by the F.D. fan or compressed air, we can supply, as an option, a sealing air blower. Capacity 500 m³/h with 300 mm H₂O, 3x440v 60 Hz, 0,8 KW

3. **Coppact Chemilinescent NOX analyzer:**

For monitoring of the NOX we propose to use SBS/Instrumatic, type M1040-Compact Chemiluminescent Stack gas analyzer. The analyzer is specially designed for marine applications, following information material applies:

- 1 pc. M1040 CHEMILUMINESCENT STACK GASA NO ANALYZER**
The analyzer is supplied ready for installation in the stack, only power and air supply to be connected. Included in our scope of supply are 5 pcs. Additional sockets so that the NOX sensor can be used on all the six (6) diesel engines with two more sockets also for the oil fired boilers.

Scope of supply:

**DP 7900 SAMPLING UNIT WITH MAX. 1000 mm SAMPLE PIPE
S 232 COMMUNICATION
HEATLESS ZERO AIR DRYER
TWO (2) 0-4 mA ISOLATED OUTPUTS
COMMON ALARM OUTPUT
SAMPLING LINE 5 METERS
EXTERNAL VACUUM PUMP**

- 1 pc. MOLY CONVERTER FOR NOX/NO" MONITORING
1 pc. SS WALL BRACKET FOR ANALYZER AND SCRUBBER
1 pc. ZERO AIR SCRUBBER FOR AIR SUPPLY
1 pc. CALIBRATION GAS ROTAMETER MOUNTED ON ANALYZER
10 m UC-STD UMBILICAL CORD/SAMPLE LINE
1 pc. EXPANDABLE KIT FOR ONE YEAR OPERATION
5 pcs. SS 316 FITTINGS FOR OD 25mm SAMPLE PIPE WITH PLUG**

- d) **The best method to verify that air quality is within approved guidelines is to continue with these non announced opacity readings. Further, I have attached reports prepared and submitted by Det Norske Veritas, dated June 5, 1998, concerning various laboratory test results for fuel provided in Vancouver, B.C.**

Vancouver, B.C., where fuel is taken at 180 CST, the sulfur content is below 2%. The sulfur content may vary from time to time.

Further, the Engineers make sure that correct fuel temperature, correct mixture of air/fuel and correct pressure are utilized to maximize combustion, increase efficiency, and therefore, reduce the emission.

The maintenance program, established by the manufacturers of the engines are maintained, and properly documented. Various engineering components, such as main engines for propulsion, engines for power plants and boilers, are all overhauled and maintained at more frequent intervals than recommended by the manufacturers.

The Classification Society is the regulatory body which verifies that the approved maintenance program is followed.



MARINE RESIDUAL FUELS
Averages of Delivery Sample Analyses

VA to VE

PORT	Supplier	Visc. Range/Period	Temp. of Sample	Density g/ml 15°C	Visc. cSt 50°C	Water % V/V	MCR	S % M/M	Ash	V	Na mg/kg	Al	St	TSP % M/M	Spec. Energy MJ/kg
VALPARAISO		251-400 cSt (cont)													
	EXXON	R	2	0.974	361	0.3	12.1	1.12	0.05	132	15	13	24	0.01	40.94
	SHELL	R	1	0.965	361	0.1	12.2	1.16	0.05	152	10	13	23	0.01	41.11
				>400 cSt											
	COPEC	R	3	0.970	415	0.0	12.0	1.15	0.05	118	12	18	30	0.01	41.09
	COPEC	C	1	0.975	404	0.0	12.3	1.22	0.03	67	7	16	29	0.00	41.02
VANCOUVER BC		101-250 cSt													
	BP	R	2	0.989	174	0.3	12.0	1.68	0.04	52	13	13	31	0.01	40.56
	BP	C	1	0.990	204	0.4	10.2	1.48	0.03	31	11	15	35	0.01	40.54
	EXXON	R	41	0.980	154	0.1	13.9	1.28	0.04	29	20	15	27	0.02	40.90
	ICS	R	22	0.983	180	0.1	13.7	1.43	0.04	40	20	14	24	0.02	40.80
	ICS	C	17	0.984	183	0.1	14.0	1.38	0.04	40	18	14	26	0.02	40.80
	MARINE PET	R	20	0.986	180	0.1	11.7	1.66	0.04	44	21	13	21	0.02	40.68
	MARINE PET	C	11	0.987	210	0.1	14.8	1.32	0.04	36	18	15	27	0.02	40.79
	OLCO	R	1	0.979	157	0.0	13.8	1.24	0.03	28	20	16	27	0.02	40.95
	SEASPAN	R	2	0.982	150	0.1	13.9	1.27	0.04	29	19	15	27	0.02	40.88
				251-400 cSt											
	BP	R	3	0.989	308	0.2	14.8	1.80	0.04	73	18	9	24	0.01	40.52
	ICS	R	49	0.981	340	0.1	11.1	1.75	0.03	52	24	6	11	0.01	40.72
	ICS	C	5	0.980	301	0.0	14.1	1.58	0.04	45	20	9	19	0.01	40.82
	MARINE PET	R	35	0.986	323	0.1	13.2	1.86	0.03	65	28	5	10	0.01	40.64
	MARINE PET	C	10	0.985	309	0.1	13.3	1.80	0.05	55	50	10	17	0.02	40.64
	MCCALL	R	1	0.989	385	0.2	11.3	1.75	0.04	55	19	16	33	0.00	40.56
				>400 cSt											
	ICS	R	1	0.984	433	0.1	10.3	1.79	0.03	55	21	5	11	0.02	40.66
VANINO		101-250 cSt													
	INFLLOT	R	1	0.947	152	0.0	5.4	1.41	0.02	21	21	6	13	0.01	41.35
VENICE		15-100 cSt													
	IP	R	1	0.922	24	0.0	8.6	1.75	0.04	48	23	2	1	0.36	41.55
				101-250 cSt											
	ALPHA T	R	1	0.977	169	0.1	12.1	3.27	0.02	54	35	2	2	0.01	40.31
	EXXON	R	7	0.981	175	0.1	13.0	2.88	0.04	71	26	8	11	0.01	40.34
	EXXON	C	2	0.985	175	0.4	13.3	3.13	0.05	78	49	8	12	0.00	40.08
	IP	R	12	0.977	189	0.0	12.9	2.87	0.03	69	30	1	2	0.01	40.45
	IP	C	6	0.978	178	0.0	13.4	3.19	0.03	72	26	1	1	0.01	40.35
	MAXCOM	C	1	0.977	192	0.1	12.8	2.87	0.03	63	32	1	3	0.01	40.41
				251-400 cSt											
	EXXON	R	8	0.987	322	0.1	13.9	2.92	0.03	79	27	8	9	0.01	40.28
	:P	R	13	0.990	378	0.0	14.7	3.19	0.04	78	32	1	2	0.01	40.16
	:P	C	9	0.990	368	0.0	14.7	3.48	0.04	82	34	3	4	0.02	40.06

R - Reference Period - APR 1997 to DEC 1997
C - Current Period - JAN 1998 to MAR 1998

TOTAL SIDER03

2 - Underwater Noise

- a) **The Norwegian Wind is equipped with rubber resilient mounted engines, in order to reduce the vibration to minimum. The Norwegian Sky is equipped with diesel/electric engines for propulsion, which allow for even less vibration and underwater noise. The Norwegian Sky and Norwegian Dynasty are equipped with rubber resilient engines as well.**

Above are presently the best technical equipment available to minimize underwater noise.

- b) **The increase or decrease of power to the propulsion are computerized, thereby, avoiding sudden changes. All changes in propulsion power are gradually increased or decreased. As identified earlier, the Norwegian Wind can operate on constant RPM, however, tests and experience have told us that the vibration is much less by operating on variable RPM.**

The number of engines utilized should be in reference to speed requirement and load condition. The vessels will not use bow or stern thrusters while operating in Glacier Bay. This maneuver equipment, only to be utilized in order to avoid a dangerous condition or for safety purpose if a remote situation may appear.

- c) **The mechanism in place to monitor and maintain lowest underwater noise possible, is to follow the procedures as identified above a) and b), and the load for propulsion increase or decrease, which is regulated by on board equipment, and on board procedure through established voyage planning, identifies the fact that planning ahead is extremely important, thereby, avoiding and eliminating surprises which could result from sudden use of power/speed vibration.**
- d) **Park Rangers from Glacier Bay National Park are on board the vessel(s) while in Glacier Bay. We have always had an open dialogue with the Park Rangers and the management of Glacier Bay National Park, who are always invited on board the vessel(s), and they have access to remote, behind the scene areas of the vessel(s), in order to verify compliance with all guidelines, and to verify that the vessel performs and delivers as promised.**

Further, instrument to measure and monitor underwater noise will be installed on the ships entering Glacier Bay prior to the season of 2000.

2. **Oil Spill Response**

- a) **Each vessel is in possession of International Oil Pollution Certificate issued by the Classification Society on behalf of the Flag State.**

Each vessel is equipped with MARPOL approved oil spill clean up kit. Each vessel to enter Glacier Bay will have on board boom of a total length that exceeds the total length of the ship. In addition to the boom, each vessel will have on board necessary absorbent materials for minor oil spill. Mobile pump with skimmer and appropriate flex-hose for connection hook-up at bunker station, on board each ship entering Glacier Bay. Thereby, if a spill occurs, the oil can be contained by the boom, then, by help of skimmer and pump, the oil can be pumped back on board the vessel.

The high speed (man over board boats) will be utilized for rigging the boom, pulling it around the ship, etc.

If required by the National Park Service or U.S. Coast Guard to have each ship equipped with boom long enough to go around the vessel, such length will be provided for each ship, prior to entering Glacier Bay.

None of the three (3) vessels identified as intended for Alaska itinerary program presently and from the year 2000, have experienced any oil spill or other Marpol violations.

- b) **This company's policy is for all bridge officers, including Captains, Staff Captains, Chief Officers, First Officers and Second Officers to participate in a Bridge Team Management course.**

These courses are made in reference to IMO regulations, and are custom made for our ships profiles and this company's standard operating procedures and ISM code.

Since May 1997, a total of ten (10) bridge teams have participated in Bridge Team Management courses at Star Center in Ft. Lauderdale. Five more courses are scheduled through January 1999.

The Bridge Resource (Team) Management courses were previously, and are presently conducted at the Star Center in Ft. Lauderdale. If required, or requested, additional information regarding the detailed extent of above course can be provided.

In reference to our standard procedure, on board training and monthly drills relating to oil spill and damage control are performed.

**Oil Spill Response
(continued)**

Each ship is equipped with Oil Pollution Emergency Response Plan and detailed procedures are given in this plan if an oil spill occurs, also in our Contingency and Crisis Plan.

The officers and crew, who are included in the Oil Spill Response Team, receive a monthly training exercise with practical training i.e., laying the boom, with utilization of man over board boat. During these drills, the officers and crew are trained to stop the spill, contain the spill, and clean up the spill by using own equipment and contact of independent contractors for clean up, and at the same time, the crew receives lectures and instructions about oil spill activities.

Over the last two years, all officers and approximately 50% of the crew have received comprehensive training in onboard chemical management, which includes hazardous waste management, removal and disposal. This training course includes hazardous materials identification system. Each ship has been properly equipped with chemical waste disposal system, emergency response stations at various locations on board the ships. Seagoing recycling bins are provided, and superior organic absorbent materials equipped, for the purpose of appropriate clean up of any chemical or hazardous material spills that may occur on board the vessel.

Above training of officers and crew has been performed by Hazardous Materials Specialist. Recycling bins for solid waste collection are located all around the vessel for non-hazardous waste.

Our company has zero discharge policy for all our vessels while in ports or in sensitive areas. Our vessels will not discharge treated sewage, gray water or laundry water, while inside, or in the vicinity of Glacier Bay. Each of our vessels are properly equipped with holding capacity for all liquid waste, generated in the time frame, prior to entering Glacier Bay area and after departure so that there is no reason for any liquid discharge while in Glacier Bay.

The incineration plant(s) will not be utilized while the vessels are within or within vicinity of Glacier Bay. No discharge from the oil/water separator will take place from any of our vessels while in Glacier Bay, in any port or within the waters of Alaska.

Disposable or lightweight tableware and cups will not be utilized on the outside decks while in Glacier Bay, or other areas in Alaska. The upper decks are patrolled in order to verify that our strict environmental policy is enforced.

**Oil Spill Response
(continued)**

Following instructions are presently provided to each passenger through the cruise news:

“To enjoy the sounds of the park, music will not be played outside on deck or in the Observatory Lounge. As always, please do not throw anything overboard, and do not feed the birds. We encourage you to take advantage of the magnificent sights and sounds of Glacier Bay National Park.”

Prior to ship(s) arrival at Glacier Bay, the onboard lecturers meet with passengers and explain to them the environmental issues, and the program in place for Glacier Bay. Also, the passengers are explained about the Park Rangers coming on board, and all interesting nature they will be able to observe. Further, during these meetings, the passengers are told not to throw anything over board, nor to feed the birds.

All crew members are instructed and continually reminded during monthly meetings regarding individual and corporate responsibility to prevent any form of pollution, dumping, etc. New crew members joining the vessel are advised accordingly during their familiarization training, prior to start working.

Norwegian Cruise Line is strictly following International Convention of standards of training, certification and watch-keeping for seafarers 1978, as amended in 1995 (STCW Convention)

NCL vessel(s) calling at Glacier Bay will follow and exceed MARPOL, and U.S. regulations relating to environmental issues.

The best and most favorable measure for “Oil Spill Response” is not to have any spills at all.

By reaching our goals, which is not to have any spills, we need for the vessel to avoid touching any fixed or mobile object, that would possibly penetrate the hull. By avoiding any objects, the vessel cannot loose power.

On board the Norwegian Wind, the vessel is operating with split main switchboard, which drastically reduces the chances of loosing power.

Additionally, in restricted or in sensitive waters which include Glacier Bay and other environmental sensitive areas, one of the four main engines is connected to the shaft generator. Thereby, having two (2) separate systems engaged, which include fuel pumps, lube oil pumps etc., which further reduces the chance of power and or propulsion loss.

Helicopters - Helicopters are an intrusion on the quiet enjoyment of the park by visitors both on the ship and off. They may also disturb park wildlife. Although helicopters have been used by the companies in the past to take advertising photographs of their ships at the glacier faces, the NPS will consider an offer that agrees to minimize use of helicopters in the park as a component of a better offer. See the permit for conditions related to helicopter use.

Baseline Data Gathering - The NPS is interested in obtaining baseline data on stack emissions and vessel noise levels as part of the *Pollution Minimization Plan*. This information will assist NPS in evaluating the effects of vessels and will also be helpful in designing meaningful operating requirements. Examples of useful data would be: automatic opacity measurements every minute or less keyed to time and location; stack emission sampling, vessel sound signatures; and below waterline hull vibration measurements keyed to time and speed and machinery use. The NPS has not developed specific sampling criteria, but rather is interested in specific proposals from the cruise lines based on available sampling technology.

1. Do you offer to provide baseline data from your vessel(s), such as stack emission opacity or noise levels?

Yes

No

If yes, describe in detail the nature and format of the data, procedures for data submission and constraints, if any, for data use or distribution.

CRITERION 6A. THE OFFEROR'S PAST RECORD RELATED TO MARINE CASUALTIES, VIOLATION NOTICES AND FOOD SERVICE SANITATION.

The past record of marine casualties, violation notices and food service sanitation reports for *each cruise ship* must be included in the offeror's proposal. If there is less than a complete record for the time period described for any ship included in the proposal, establish a record for the company as a whole by providing the information requested for the company, including all cruise ships operated by the company.

1. Has the offeror had any reportable marine casualties (as defined by USCG regulations), including but not limited to grounding, loss of primary propulsion, collision, flooding, capsizing, fire, explosion, loss of life or reportable injury for the period beginning three years prior to the date this prospectus was issued through the present⁴? If yes, submit a copy of the official report (U.S. Coast Guard or other), except for injuries (submit a brief summary, including reason for each injury).

Yes

No

2. Has the offeror received citations or notices of violation received from, or criminal information or indictments filed by local, state, or federal authorities in the United States, regardless of the outcome, for the period beginning three years prior to the date this prospectus was issued through the present? If yes, submit a copy of the citation, indictment, etc., and an explanation of the violation, settlement, penalty (if any), and any corrective actions taken by the offeror.

⁴ Information which comes to the attention of the National Park Service for the period of time after a prospectus is issued but prior to the actual award of a permit will be considered in the selection process.

Criterion 5B

1. Baseline data from our vessel.

Our Norwegian Wind is equipped with Man B&W main engines, Model 40/54. Our Norwegian Sky, presently under construction, is equipped with Man B&W main engines as well.

The Exhaust Gas Emission information for these diesel engines is as follows:

The composition of the exhaust gases emitted by our medium-speed four-stroke Diesel engines during full load operation and depending on the air/fuel ratio is as follows:

Nitrogen N ₂	approx.	77
Oxygen O ₂	approx.	13
Carbon dioxide CO ₂	approx.	5
Water (vapour) H ₂ O	approx.	5
Rest: Ash, Soot, No _x , 11C, etc.		

Of interest, however, as regards the environmental impact attributable to Diesel exhaust gases are only the components listed under "Rest" and of these, above all, the various proportions of carbon monoxide, CO, of nitrogen oxides, No_x, and of the hydrocarbons, HC, that are known as noxious materials on account of their toxicity.

The ash content of the exhaust gas is solely determined by the composition of the fuel and not by the combustion in the engine.

The soot emission, though it does play a role, nonetheless poses no problem in the case of super-charged engines on account of the large amount of excess air compared with naturally aspirated engines.

The NO_x content (total amount of NO + NO₂) in the exhaust gas at full load operation is approx. 8-12 g/kWh for 20/27 approx. 5.5 g/kWh).

The decrease in No_x emission with the reduction in engine load can be seen in the illustrations on attached page.

As the No_x emission is also greatly influenced by the site and operating conditions of the engine (e.g. charge air temperature), the engine manufacturer should be consulted and advised of any local ordinances before any statements regarding emissions are made in the case of concrete projects.

Boiler Information.

Criterion 5B

(continued)

Emissions for AWO 17 burner, maker Hamworthy (type Rotary Cup).

No_x emissions for above typical burner as follows:

Fuel oil approx. 750 mg./Nm at 3% O₂

Further, please find attached information regarding auxiliary engines for Norwegian Wind, manufacturer Ulstein Bergen, Norway - Diesel engines type BRG-8.

Attached copy of data sheet for No_x [g/kWh].

Onboard management are directed to follow Glacier Bay National Park instructions concerning protection of wildlife while operating in Glacier Bay.

The vessels are instructed to remain at least 1/4 nautical miles from all seal concentrations, and the vessels must avoid disturbance of seals, and any other wildlife.

Passengers and crew are instructed not to feed any birds. Shipboard daily newsletter explains why birds should not be fed in the park. The vessel will remain 1/4 nautical miles away from seabird nesting colonies.

No solid or liquid water will be discharged from the vessel (s) while operating in or in the vicinity of Glacier Bay.

Disposable cups, plates, etc., will not be utilized in order to eliminate the possibilities of these items to blow over board.

Park Ranger (s) are the only individuals authorized to make exterior announcements, while the ship is approaching the Glaciers, and during the period the vessel is resting by the Glacier (s), music will not be played or the Public Address system exterior or interior while the vessel (s) is in Glacier Bay.

Helicopters will not be utilized for the purpose of taking pictures, or for other company sponsored activities associated with the vessel (s) while in Glacier Bay.

The ship's management will follow all the speed guidelines established for the various areas of Glacier Bay. Whenever new guidelines, temporary or permanent, by Glacier Bay Superintendent are issued, these guidelines are to be followed as well.

Further, with immediate effect, no lifeboat or man over board boat will be lowered from any of our vessel (s) while in Glacier Bay, for the purpose of picking up ice, etc.

There will be no request submitted to Glacier Bay Superintendent for permission to lower any boats in the future.

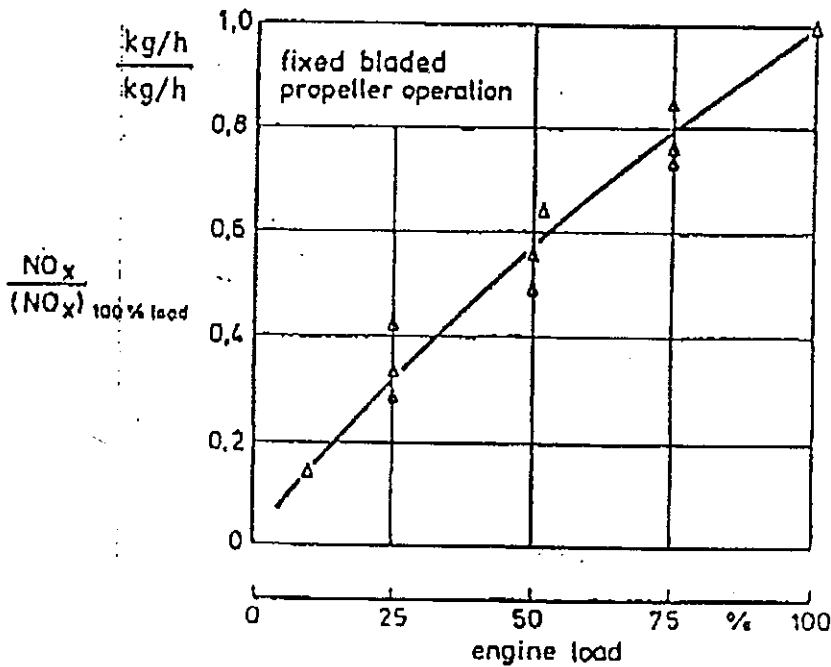
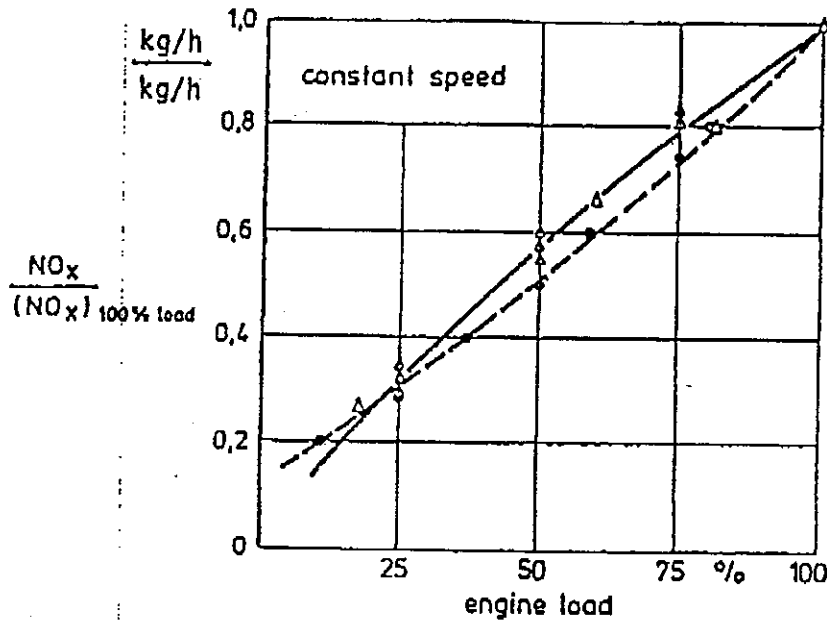


Abgasemission
Exhaust Gas Emission

	D
	335.00.0
GENERAL	2

— 32/36; 40/45; 40/54;
48/60; 52/55 B; 58/64;
- - - 20/27

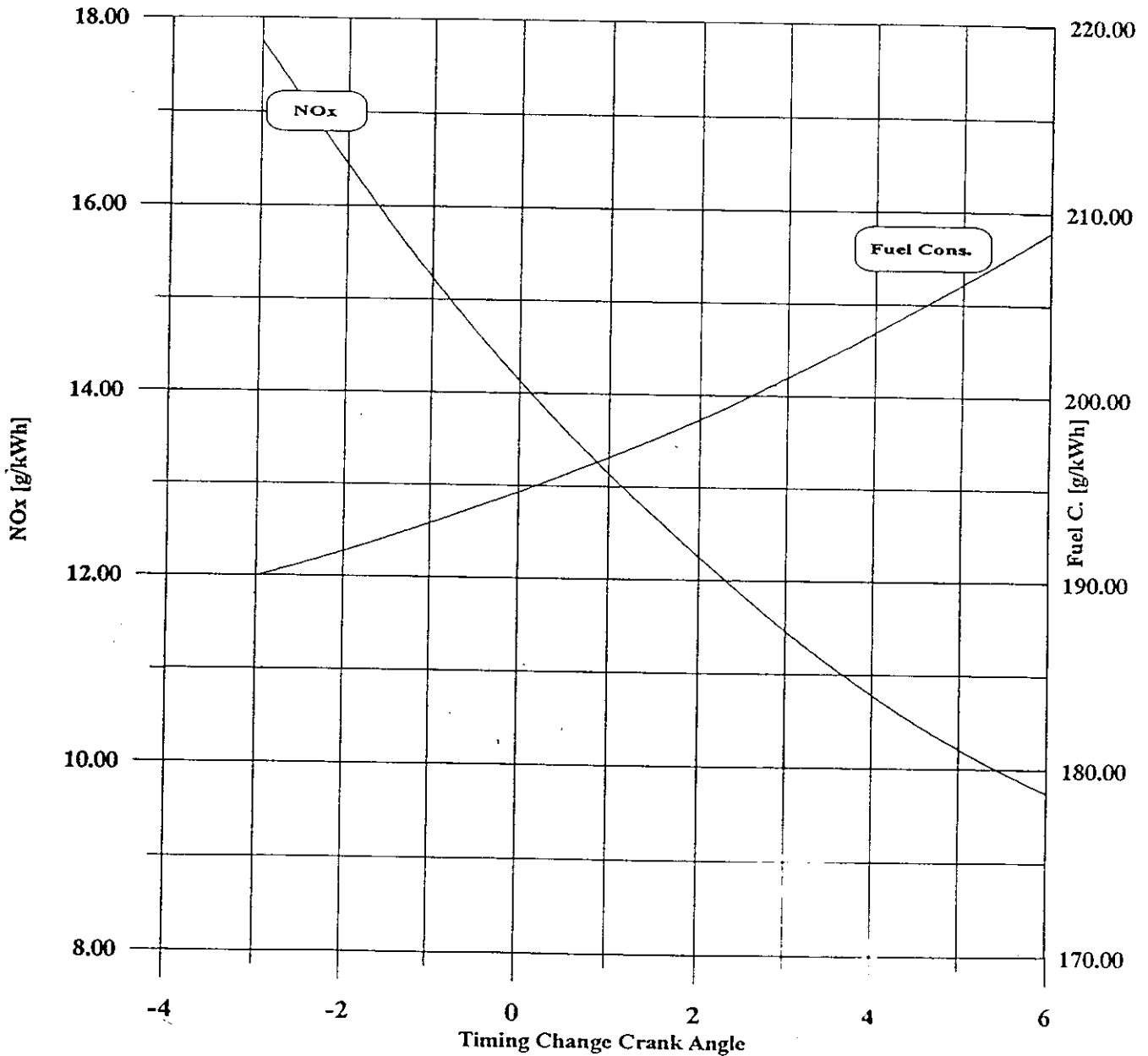
NO_x-Emission



ULSTEIN - BERGEN

DIESEL ENGINE TYPE BRG-8

NOx and Fuel Consumption versus Pre-injection Angle.
BR-6, BMEP = 24.4 bar, Trec = 60 C



(0 = as is)

Criterion 5B-1

We have been in contact with a company in Denmark, which has experience and extensive knowledge with underwater noise measurement. We hereby, confirm that underwater noise measurement results will be provided for each ship entering Glacier Bay.

The measurement will be provided at different speed and load for the main engines. However, since there are not guidelines as to the distance from the ship, these measurements are to be taken from, we have the following suggestions:

Underwater noise level to be tested at 1.5 n. miles from ship - 1.0 n.m. - 0.75 n.m. - 0.5 n.m. - 0.25 n.m. - 500 feet - 250 feet - 100 feet. Tests to be done from 15 feet and 25 feet from the water surface.

The result of this intended investigation should clarify:

- **The variation of the noise level with load condition.**
- **The noise level at various distances from the ship.**
- **The dominating noise sources i.e., the main engines, the propeller, or the auxiliary machinery.**
- **The sound transmission properties at the test site.**
- **The equivalent source strength of the most important sources.**

Extensive and detailed amount of instruments are required for above measurements, which will be provided by the company performing these measurement tests.

Features:

Measurements result independent of measurement site can be performed anywhere with a reasonable water depth. Results can be used for prediction of the noise level on any seismic cable configuration at any site.

We agree to perform these underwater noise level tests and make the results available to the National Park Service - Glacier Bay, once the various distances from the ship (propellers) have been agreed upon.

Helicopters - Helicopters are an intrusion on the quiet enjoyment of the park by visitors both on the ship and off. They may also disturb park wildlife. Although helicopters have been used by the companies in the past to take advertising photographs of their ships at the glacier faces, the NPS will consider an offer that agrees to minimize use of helicopters in the park as a component of a better offer. See the permit for conditions related to helicopter use.

Baseline Data Gathering - The NPS is interested in obtaining baseline data on stack emissions and vessel noise levels as part of the *Pollution Minimization Plan*. This information will assist NPS in evaluating the effects of vessels and will also be helpful in designing meaningful operating requirements. Examples of useful data would be: automatic opacity measurements every minute or less keyed to time and location; stack emission sampling, vessel sound signatures; and below waterline hull vibration measurements keyed to time and speed and machinery use. The NPS has not developed specific sampling criteria, but rather is interested in specific proposals from the cruise lines based on available sampling technology.

1. Do you offer to provide baseline data from your vessel(s), such as stack emission opacity or noise levels?

Yes

No

If yes, describe in detail the nature and format of the data, procedures for data submission and constraints, if any, for data use or distribution.

CRITERION 6A. THE OFFEROR'S PAST RECORD RELATED TO MARINE CASUALTIES, VIOLATION NOTICES AND FOOD SERVICE SANITATION.

The past record of marine casualties, violation notices and food service sanitation reports for *each cruise ship* must be included in the offeror's proposal. If there is less than a complete record for the time period described for any ship included in the proposal, establish a record for the company as a whole by providing the information requested for the company, including all cruise ships operated by the company.

1. Has the offeror had any reportable marine casualties (as defined by USCG regulations), including but not limited to grounding, loss of primary propulsion, collision, flooding, capsizing, fire, explosion, loss of life or reportable injury for the period beginning three years prior to the date this prospectus was issued through the present⁴? If yes, submit a copy of the official report (U.S. Coast Guard or other), except for injuries (submit a brief summary, including reason for each injury).

Yes

No

2. Has the offeror received citations or notices of violation received from, or criminal information or indictments filed by local, state, or federal authorities in the United States, regardless of the outcome, for the period beginning three years prior to the date this prospectus was issued through the present? If yes, submit a copy of the citation, indictment, etc., and an explanation of the violation, settlement, penalty (if any), and any corrective actions taken by the offeror.

⁴ Information which comes to the attention of the National Park Service for the period of time after a prospectus is issued but prior to the actual award of a permit will be considered in the selection process.

Yes

No

3. Has the offeror received any unsatisfactory food service sanitation inspection reports from the U.S. Public Health Service for the period beginning two years prior to the date this prospectus was issued through the present? *If yes, submit the reports for these inspections and a summary of any corrective actions taken by the offeror.*

Yes

No

CRITERION 6B. NONE

• ***PRINCIPAL FACTOR 3. THE OFFEROR'S FINANCIAL CAPABILITY***

CRITERION 7A. THE OFFEROR DEMONSTRATES THAT NEEDED FUNDING (EQUITY AND/OR BORROWED) IS AVAILABLE AND IS DEMONSTRATED TO BE SUPPORTABLE WITHIN THE INCOME STATEMENT AND BALANCE SHEETS REQUIRED.

1. Provide the following information:

- a. For OFFERORS and CONCESSIONERS provide the latest financial statement for themselves and their parent company (if any) including the notes to the statements or similar explanatory material and the related audit report.
- b. For corporations, partnerships, or others that are OFFERORS, or that propose to provide the services or part of the services required: Provide the latest financial statement available including the notes to the statement or similar explanatory material and the related audit report.
- c. Sole proprietors and unconventional lenders and proposed individual investors: Provide personal financial statements.

2. Identify the source(s) of all needed funds. Document the source and availability of all funds with current audited financial statements, financing agreements, letters of commitment, and similar supporting documents from all sources. Present compelling evidence of offeror's ability to obtain the necessary funds. Be specific. Identify all sources and provide complete documentation. Explain fully the financial arrangements you propose to use.

- a. If funds are to be obtained from individuals, provide a current personal financial statement, documentation of assets to be sold, commitments from lenders, or other assurances that meet the need to make a compelling demonstration that the funds are available and committed.
- b. Funds from other sources must be supported by a current, audited balance sheet and income statement and whatever supporting documents are needed to provide compelling evidence that funds are available and committed.
- c. Funds obtained by the sale of assets must be supported by a description and condition of the assets and any encumbrances on those assets and/or the proceeds of their sale. Also, the condition of the market for such items should be indicated in a way that identifies both the ability to sell the asset at the necessary time and the ability to sell at a price sufficient to meet funding expectations. Qualified appraisals and other professional estimates of value must be provided. You must prove in a compelling way that the asset will yield the necessary funds at the necessary time.

3. Describe how your financing arrangements, taken as a whole, are advantageous terms for financing that both balance the financial interests of the NPS in this PERMIT and the need for a soundly financed concessioner with the least number of financing issues to be negotiated in the future.

CRITERION 7B. NONE.

SECONDARY FACTOR(S). FRANCHISE FEE OFFERED ABOVE THE MINIMUM

CRITERION 8A. NONE

CRITERION 8B. A FRANCHISE FEE ABOVE THE LEVEL REQUIRED AT CRITERION 3A IS OFFERED.

A franchise fee offer above the required level will be a secondary factor as explained by the terms of PL 89-249 (and Public Law 104-333, Section 704, below⁵). Secondary factors will be used in the evaluation of offers when a selection of the best offer cannot otherwise be made from the results of evaluating the three primary factors. Public Law 89-249, Section 3(d) and 36 CFR Part 51.4b(3), (Both are included in the Appendix) provides guidance as to franchise fees.

1. Do you propose to offer a franchise fee above the level required at Criterion 3A?

Yes

No

2. If yes, state the total franchise fee that you propose. Express this as a per passenger fee.

Year	Per Passenger Fee
2000	\$
2001	\$
2002	\$
2003	\$
2004	\$

⁵Public Law 104-333, Section 704, states: "Fees paid by certain permittees for the privilege of entering into Glacier Bay shall not exceed \$5 per passenger. For the purposes of this subsection, 'certain permittee' shall mean a permittee which provides overnight accommodations for at least 500 passengers for an itinerary of at least 3 nights". Therefore, the NPS may not be able to accept a higher franchise fee from applicants who fit the definition of 'certain permittee', but may accept such an offer from other applicants.



Lamarr Cooler, C.P.A.
Executive Vice President
and Chief Financial Officer

NORWEGIAN CRUISE LINE

7665 Corporate Center Drive
Miami, FL 33126

June 15, 1998

Tomie Patrick Lee, Superintendent
Glacier Bay National Park and Preserve
Attention: Division of Concession Program Management
P.O. Box 140
Gustavus, AK 99826

RECEIVED
JAN 04 1999
GLACIER BAY NATIONAL PARK
& PRESERVE

Dear Ms. Lee:

We hereby to offer to provide cruise ship and services at Glacier Bay National Park & Preserve, in accordance with the terms and conditions as specified in your Prospectus and to execute the draft permit contained in the prospectus without substantive modification (except as may be required by NPS pursuant to the terms of the Prospectus and/or inclusion of items from the selected offer which are beneficial to the government). We are enclosing the required "APPLICATION" which, by reference, is made a part hereof. We certify that the information furnished herewith is true to the best of our knowledge and belief. In addition, we agree to complete the execution of the Concession Permit within fifteen working days after it is presented by the National Park Service.

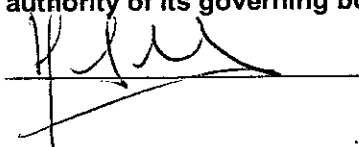
Sincerely,

 6/15/98

Lamarr Cooler
Executive Vice President
And Chief Financial Officer
7665 Corporate Center Drive
Miami, Fla. 33126

CERTIFICATE OF CORPORATE OFFICER

I, HANS GOLTEUS, certify that I am the **PRESIDENT AND CHIEF OPERATING OFFICER** of the corporation named as Offeror herein; that **LAMARR B. COOLER**, who signed this proposal on behalf of the Offeror, was then **EXECUTIVE VICE PRESIDENT AND CHIEF FINANCIAL OFFICER** of said corporation; that said proposal was duly signed for and in behalf of the corporation by authority of its governing body within the scope of its corporate powers.





NORWEGIAN CRUISE LINE

December 28, 1998

Tomic Patrick Lee, Superintendent
Glacier Bay National Park and Preserve
Attention: Division of Concession Program Management
P.O. Box 140
Gustavus, AK 99826

Dear Ms. Lee

This letter is in response to the letter from the United States Department of the Interior dated December 4, 1998 regarding Norwegian Cruise Line Limited's ("NCLL") offer to provide cruise ship and services at Glacier Bay National Park & Preserve. We hereby submit the following response as an amendment to our proposal submitted on June 19, 1998:

1. Under Criterion 2B, the National Park Service ("NPS") expects that concessioners will support the NPS in its mission to inform park visitors and concession employees about park resources and values. We offer to provide an expanded library of resource materials on Glacier Bay, Alaska, Native Culture including the following:

NCLL Ship's Library Books

Reference:

<u>Title</u>	<u>Author</u>
Adventure Kayaking: Trips in Glacier Bay Alaska	Don Skillman Joyce Johnson
Alaska (Portrait of America)	Kathleen Thompson
Alaska Almanac	
Alaska: A History of the 49 th State	Claus M. Naske
Alaska: Southeast to McKinley	Andrew Jaffe
Alaska: The Cruise Lover's Guide	Paul Grescoe
Alaska's Bears: Grizzlies, Black Bears, and Polar Bears	Bill Sherwonit
Alaska's Birds: A Guide to Selected Species	Robert H. Armstrong
Alaska's Fish: A Guide to Selected Species	Robert H. Armstrong
Alaska's Glacier Bay: A Traveler's Guide	Karen Jettmar
Alaska's History: The People, Land and Events of the North Country	Harry Ritter
Alaska's Mammals: A Guide to Selected Species	Dave Smith
Alaska's Southeast: Touring the Inside Passage (6 th Edition)	Sarah Eppenbach
Alaska's Wildlife Treasures	Tom Melham
Blue Ice In Motion, The Story of Alaska's Glaciers	Stacy Wiley
Alaska A-Z	Milepost
Facts About Alaska	Alaska Almanac

<u>Title</u>	<u>Author</u>
Glacier Bay Official National Park Handbook	NPS
Adventure Inland	D. Gordan & R. Bard
Alaska by Cruiseship	Anne Vipond
Glaciers of North America, A Field Guide	Sue Ferguson
Guide to Marine Mammals of Alaska	O'Clair, Armstrong & Carstensen
The Tlingit Indians	George T. Emmons
Walking Guide to Southeast Alaska	Chase
Interpreting for Park Visitors	William J. Lewis
Alaska: A Photographic Journey Through the Last Wilderness	Leonard Lee

Literature

<u>Title</u>	<u>Author</u>
Alaska	James A. Michener
Against the Wind	Marty Basch
Alaska Bear Tales	Larry Kaniut
Alaska Stories: Tales from the Last Frontier	John Miller
Coming into the Country	
The Klondike Fever	Pierre Burtiz
<u>Children Books</u>	
Welcome to the World of Bears	
Welcome to the World of Whales	
Welcome to the World of Wolves	

2. In accordance with criterion 2B, NCLL offers to provide an onboard interpretive specialist to assist with the National Park Service (NPS) Interpretive program while cruising in Glacier Bay and provide visitor and employee programs related to the park prior to arrival. NCLL agrees that the specific program elements would be subject to NPS approval and may (at NPS discretion) involve NPS training sessions for NCLL interpretive staff at the expense of the Company.

NCLL will incorporate the following elements into its Interpretive Program:

Crewmembers with guest contact (waiters, stateroom stewards, purser's staff, etc.) will be trained by NCLL interpretive lecturers in respect to the geography, wildlife, culture and history of Alaska.

Cruise staff, Shore Excursion Staff, etc. will be provided extensive training in cooperation with NPS staff and NCLL interpretive lecturers in respect to the geography, wildlife, culture and history of Alaska. NCLL will strive to maintain cruise staff and shore excursion staff with prior cruising experience in Alaska to provide an enhanced guest experience.

NCLL interpretive lecturers will meet with NPS staff prior to each Alaska season to update information about Glacier Bay in respect to park regulations, guest information, etc.

On the cruise day prior to arrival in Glacier Bay, the NCLL interpretive lecturers will offer a guest seminar to discuss the uniqueness of visiting Glacier Bay and the preservation of the Alaskan environment. The seminar will be enhanced by a slide presentation, videos, and handouts specific to Glacier Bay National Park.

3. In accordance with criterion 2B, NCLL offers to provide an onboard youth program (coordinated with the NPS Interpretive program) which will include age appropriate videos, activities and games aimed at increasing the understanding and appreciation of Glacier Bay's natural and cultural history.

NCLL will include the following elements in its onboard youth program:

A "Monty the Moose" character (youth coordinator dressed in costume) will appear on numerous occasions during each voyage at scheduled children activities to create an excitement about Glacier Bay and to enhance greater awareness of the Alaskan wildlife, culture, environment, etc.

In general, the aim of NCLL's Alaskan children program is to educate and create a greater understanding of Alaska geography, wildlife, and history. NCLL provides videos, coloring books emphasizing facts about wildlife (whales, bears, moose, fish). NCLL will highlight the importance of the National Park Service and the role of its Rangers. Specific time will be allocated during the Glacier Bay visit for NPS Rangers to meet with the children to discuss wildlife, glacier flour, glacier formations and activity.

Local storyteller/songwriter (Steve Hites) will provide folkloric stories directed to children at a dedicated function prior to arrival in Glacier Bay.

Additional arts and craft activities include totem pole making and decorating, coloring, etc.

4. In accordance with criterion 2B, NCLL offers to provide through its ship television programming in each cabin and in cabins with VHS video players, programming oriented towards the natural and cultural history of Southeast Alaska. The ship video library includes the following VHS videos:

NCLL'S SHIP VIDEO LIBRARY

Alaska (1997)
Alaska: Inside Passage
Alaska: Last Frontier
Braving Alaska (National Geographic Video)
Alaska: Cruising to Alaska
Denali National Park Alaska
Great Alaska Cruise
Great Bears of Alaska
Great Images of Alaska
Glacier Bay National Park Service

In cabin television programming features the following movies/videos:

NCLL'S SHIPBOARD IN CABIN TELEVISION PROGRAMMING

Glacier Bay National Park	Alaska: Cruising to Alaska
Alaska	Great Alaska Cruise
Alaska: Inside Passage	Denali National Park- Alaska
Glacier Bay NPS Ranger Interviews	Alaska's Mother Goose
Great Bears of Alaska	
Braving Alaska (National Geographic Video)	
Adventures of Monty the Moose (Children Program)	

5. Offer to carry enough sorbant boom on each ship to encircle the vessel. In addition to our original offer under 5A - 2A Oil Spill Response, please include the following:

Each Norwegian Cruise Line vessel calling at Glacier Bay, will have on board sorbant boom enough to fully encircle the vessel. The sorbant boom will be ready for immediate use. The high speed man-over-board boats will be utilized for this purpose. Further, method for recovering of spilled liquid and equipment for pumping the spilled liquid (oil) back to the vessels' tanks will also be on board each vessel entering Glacier Bay for immediate utilization. Due to space requirement, the ship's tenders will be utilized for this operation.

Above equipment will be on board our Norwegian Wind this summer 1999; this vessel will be pleased to demonstrate above method for containing and removal of spilled liquid, by performing an actual drill for this purpose.

The consultant must be qualified to gather all data, review all information available from the data and, make appropriate proposals in order to reduce noise level as necessary. These proposals must have actual positive measurable results.

We propose that the designated consultant obtain knowledge about the content of the vessels' management plan and environmental assessment issued by NPS, in order to be properly prepared for this task. Thereby, the established goals can be accomplished.

6. Offer to provide stack emission data, in addition to our original offer under 5A 1-C, Norwegian Cruise Line vessels entering Glacier Bay will be, prior to the year 2000 be equipped as follows:

One monitor - opacity meter with recorder and alarm will be installed on each uptake channel stack. This means, there will be individual opacity meters, including recorder and alarm for each engine.

As on board our Norwegian Wind, there will be six (6) due to four main engines and two auxiliary engines, and in addition, two (2) complete opacity meters with recorder and alarm for the stack from the boiler and from the incinerator.

The incinerator will not be utilized on board any of our ships while in Glacier Bay.

All recorded information from above eight (8) opacity meters will be connected to the onboard GPS (Global Navigation Position) instrument, for the purpose of match time and position printout, in order to provide NPS with the requested baseline data.

We strongly feel that by being able to monitor each engine separately, we are in a preferred condition to make quick adjustments, in order to strictly enforce the minimum emission from stack.

Furthermore, based on the onboard flexibility with number of engines available, if one of the engines approaches or exceeds the emission guidelines, this engine can be shut down immediately, without reducing the maneuverability nor the safety of the vessel.

This is to confirm that Norwegian Cruise Line will install above identified equipment for the 1999 Alaska season, on board the Norwegian Wind, which has 17 scheduled calls at Glacier Bay this 1999 season.

Due to above, all detailed results from the recorded monitors can be evaluated properly, and adjustments to improve efficiency and reduce emission if needed, can be implemented.

This to include evaluation of the monitoring equipment installed, prior to the year 2000.

7. In addition to our original offer identified under Criteria 5B-I, Norwegian Cruise Line (N.C.L.) hereby, confirms that we are seriously committed to perform extensive underwater noise and vibration measurement for all of our vessels scheduled to enter Glacier Bay.

This is to confirm that Norwegian Cruise Line will approach various highly qualified acoustical consultants, and negotiate an arrangement with the best and most experienced of the available consultants that would enable NPS and N.C.L. to obtain detailed information to enable us in order to establish baseline data for those N.C.L. vessels permitted to operate in Glacier Bay.

Concerning the decision process of appointing the best and appropriate consultant for this important task, N.C.L. will utilize only the consultant approved or recommended by NPS.

For the purpose of performing equal and correctly specified test, we hereby, suggest one consulting company that performs the same test for all various vessels permitted to enter Glacier Bay. We feel that utilizing one consulting company will serve NPS and each vessels' operators better, due to professional, equal and logistic reasons.

N.C.L. agrees to pay, consultant for this work performed on N.C.L. operated vessels, and N.C.L. agrees to have this survey performed in Glacier Bay, at a location approved by NPS.

NCL will include the following criteria for the underwater noise and vibration tests.

The level of the underwater noise radiated from the vessel (s) will be determined by continuously measuring the noise level at varying distance from the ship.

The underwater noise level to be measured with two omni-directional hydrophones, which are to be immersed into the water from an assisting boat. The two hydrophones to be connected to the boat with a soft rubber band in order to prevent motion of the hydrophones in the water caused by the movement of the boat.

All inquiries and noise generating equipment onboard the assisting boat to be stopped during the measurement.

The vibration of the machinery onboard can be measured by accelerometers which can be placed by means of magnets of the steel foundations etc. These signals must be recorded for the purpose of later analysis in the laboratory.

As stated, N.C.L., will work closely with the designated NPS approved consultant, in order to obtain the best and current result possible.

Task 1

This survey to include a radiated noise signature of the vessel(s) and to perform onboard vibration tests. The consultant will provide qualified and experienced engineers, instrumentation and analyses. The work to be done in Glacier Bay, at a location and time approved by NPS, by utilizing the best equipment available as hydrophones from a small chase boat taking range data. The minimum water depth needs to be 100 meters.

We agree to utilize minimum of two hydrophones to be deployed at various designated depths, or at 25' and 50' as proposed.

Task 2

N.C.L. agrees to use the diagnostic data from Task 1, in order to identify radiating sources paths of transmission as the basis for potential noise abatement procedures. The consultant will provide the potential change in noise signature for various abatement scenarios.

Task 3

The consultant must compare data with information obtained from prior studies, involving naval and commercial vessels. All information gathered must be compared to data on noise studies regarding whales. By combining this information, this will provide a yardstick with which to measure technology required for quieter vessels.

The consultant company appointed for this task should have years of experience working with both, governmental and private concerns which include the U.S. Navy, including the design of vessels and other facilities with a view towards minimizing noise.

CERTIFICATION:

I, LAMARR B. COOLER, certify that the information provided herein is to be incorporated into the Norwegian Cruise Line Limited offer dated June 19, 1998 to provide cruise ship services in Glacier Bay National Park and Preserve; that the offer as amended was signed for and in behalf of the corporation by authority of its governing body within the scope of its corporate powers:

Lamarr Cooler 12/29/98
Lamarr Cooler
Executive Vice President and Chief Financial Officer
7665 Corporate Center Drive
Miami, Fla. 33126

PAID 11-12/8



United States Department of the Interior

NATIONAL PARK SERVICE

Glacier Bay National Park and Preserve
P.O. Box 140
Gustavus, Alaska 99826-0140

IN REPLY REFER TO:

C38

December 4, 1998

NCL Cruises Ltd.
Attention: Lamarr B. Cooler
7655 Corporate Center Drive
Miami, FL 33126

Dear Mr. Cooler:

This letter is to advise you that your June 19, 1998 offer to provide cruise ship services was not the best offer. As detailed in the prospectus, as a satisfactory incumbent operator you now have an opportunity to amend your proposal in order to meet the terms of the best offer. In addition, we require clarification of specific elements of your proposal. Your submittal amending your proposal and the clarifications must be received at the address shown above by January 6, 1999 in order to be considered in the final selection process. *Include with your submission, a certified statement that the information you provide is to be incorporated into your original proposal.*

Elements of the best proposal. You will need to amend your offer to substantially meet the elements listed below by specifically stating how you would meet each element.

The best proposal:

1. Offered reference materials to be available in the ship's library as follows: At least 32 *specific* books directly related to the natural and cultural history of Glacier Bay and the surrounding region. This included adult and children's books directly related to park themes and the region's natural and cultural history.
2. Offered to provide an onboard interpretive specialist to assist with the National Park Service (NPS) Interpretive program while in Glacier Bay and provide visitor and employee programs related to the park prior to arrival. The specific program elements would be subject to NPS approval and may (at NPS discretion)

December 4, 1998

Navy) in the design of vessels and other facilities with a view towards minimizing noise. ... (The consultant) is (to be) uniquely qualified to take that data and, if reducing noise is necessary, make proposals that will have actual positive results."

Information necessary in order for offer to be fully evaluated. The following information is needed to insure that the proposal was fully responsive to the prospectus.

1. We note that there was no *Certificate of Corporate Officer* statement at the bottom of the offer letter (Prospectus: Application section, page 6 of 26; first page of your offer). We need either an explanation with supporting documentation addressing the authority of the person signing the offer letter, or an offer letter and *Certificate of Corporate Officer* statement signed by the appropriate corporate officers.

Procedures we will use in applying preferences can be found in the prospectus document. Please contact Chief of Concessions Management, Dave Nemeth, at (907-697-2230) if you have any questions.

Sincerely,



Tomie Patrick Lee
Superintendent