

Ofer Eyal
 Form 3
 February 14, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Ofer Eyal		(Month/Day/Year)	ROYAL CARIBBEAN CRUISES LTD [RCL]	
(Last)	(First)	(Middle)	02/02/2005	
CARLYLE M.G. LIMITED, 18 UPPER BROOK STREET			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)	
	<input type="checkbox"/> Officer	<input type="checkbox"/> Other	_X_ Form filed by One Reporting Person	
	(give title below)	(specify below)	___ Form filed by More than One Reporting Person	
LONDON, ENGLAND	W1K7PU			
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,056	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Option to Purchase Common Stock	Â (1)	06/12/2005	Common Stock	15,000	\$ 11.1875	D	Â
Option to Purchase Common Stock	Â (1)	06/13/2006	Common Stock	10,000	\$ 14.375	D	Â
Option to Purchase Common Stock	Â (1)	09/24/2008	Common Stock	15,000	\$ 26.75	D	Â
Option to Purchase Common Stock	Â (2)	03/31/2010	Common Stock	20,000	\$ 28.875	D	Â
Option to Purchase Common Stock	Â (1)	12/04/2010	Common Stock	10,000	\$ 20.3	D	Â
Option to Purchase Common Stock	Â (1)	10/16/2011	Common Stock	50,000	\$ 9.55	D	Â
Option to Purchase Common Stock	Â (3)	09/16/2013	Common Stock	1,931	\$ 31.375	D	Â
Option to Purchase Common Stock	Â (4)	12/14/2014	Common Stock	1,049	\$ 51.23	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ofer Eyal CARLYLE M.G. LIMITED 18 UPPER BROOK STREET LONDON, ENGLAND Â W1K7PU	Â X	Â	Â	Â

Signatures

By: Bradley Stein, Attorney-in-Fact for Eyal Ofer 02/14/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Immediately.
- (2) 16,000 shares are immediately exercisable and 4,000 are exercisable on 3/31/2005.
- (3) 772 shares are exercisable on 9/16/2005, 386 are exercisable on each of 9/16/2006 and 9/16/2007 and 387 are exercisable on 9/16/2008.
- (4) 263 shares are exercisable on 12/14/2005 and 262 are exercisable on each of 12/14/2006, 12/14/2007 and 12/14/2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.