

ARISON MICKY MEIR  
Form SC 13D/A  
June 24, 2011

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Schedule 13D  
(Rule 13d-102)

Under the Securities Exchange Act of 1934  
(Amendment No. 12)\*

Carnival Corporation  
Carnival plc

(Name of Issuer)

Common Stock, par value \$0.01 per share, of Carnival Corporation  
Special Voting Share of Carnival plc  
Trust Shares (representing beneficial interests in the P&O Princess Special Voting Trust)  
(Title of Class of Securities)

Common Stock: 143658 10 2 and 143658 30 0\*\*  
Special Voting Share: G7214F 12 2  
Trust Shares: 143658 30 0\*\*  
(CUSIP Number)

Arnaldo Perez, Esq  
General Counsel  
Carnival Corporation  
3655 N.W. 87th Avenue  
Miami, Florida 33178-2428  
(305) 599-2600

(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

June 13, 2011  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. [ ]

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

\*\* The Common Stock and the Trust Shares trade together under CUSIP Number 143658 30 0. See Items 1 and 4 of this Schedule 13D for additional information.

CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

TAMMS MANAGEMENT CORPORATION

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)   
(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

32,439

Number of  
Shares  
Beneficially  
Owned by Each  
Reporting Person

8 Shared Voting Power:

-0-

9 Sole Dispositive Power:  
With

-0-

10 Shared Dispositive Power:

32,439

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

32,439

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

0.0%

14 Type of Reporting Person (See Instructions):

CO

3

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

MA 1994 B SHARES, L.P.

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a) o

(b) x

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

o

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

103,638,843

Number of  
Shares

8 Shared Voting Power:

-0-

Beneficially  
Owned by Each  
Reporting Person  
With

9 Sole Dispositive Power:

103,638,843

10 Shared Dispositive Power:

-0-

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

103,638,843

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

o

13 Percent of Class Represented by Amount in Row (11):

17.0%

14 Type of Reporting Person (See Instructions):

PN

4

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

MA 1994 B SHARES, INC.

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)   
(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

103,638,843

Number of  
Shares  
Beneficially  
Owned by Each  
Reporting Person

8 Shared Voting Power:

-0-

9 Sole Dispositive Power:

103,638,843

10 Shared Dispositive Power:

-0-

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

103,638,843

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

17.0%

14 Type of Reporting Person (See Instructions):

CO

5

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Edgar Filing: ARISON MICKY MEIR - Form SC 13D/A

CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

MICKY ARISON

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)   
(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

United States

7 Sole Voting Power:

110,579,302

Number of  
Shares

8 Shared Voting Power:

69,282,739

Beneficially  
Owned by Each  
Reporting Person  
With

9 Sole Dispositive Power:

105,286,924

10 Shared Dispositive Power:

74,575,117

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

179,862,041

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

29.6%

14 Type of Reporting Person (See Instructions):

IN

6

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
 Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

ETERNITY TWO TRUST

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a)   
 (b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

-0-

Number of  
 Shares 8 Shared Voting Power:

1,879,504

Beneficially  
 Owned by Each  
 Reporting Person 9 Sole Dispositive Power:  
 With

-0-

10 Shared Dispositive Power:

1,879,504

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

1,879,504

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

0.3%

14 Type of Reporting Person (See Instructions):

00

7

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

JMD DELAWARE, INC.

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)   
(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

-0-

Number of  
Shares

8 Shared Voting Power:

-0-

Beneficially  
Owned by Each  
Reporting Person

9 Sole Dispositive Power:

-0-

10 Shared Dispositive Power:

6,402,066

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

6,402,066

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

1.1%

14 Type of Reporting Person (See Instructions):

CO

8

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

JAMES M. DUBIN

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

United States

7 Sole Voting Power:

1,000

Number of  
Shares

8 Shared Voting Power:

63,525,704

Beneficially  
Owned by Each  
Reporting Person  
With

9 Sole Dispositive Power:

1,000

10 Shared Dispositive Power:

69,927,770

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

69,928,770

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

11.5%

14 Type of Reporting Person (See Instructions):

IN

9

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

ARTSFARE 2005 TRUST No. 2

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a) o  
(b) x

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

o

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

-0-

Number of  
Shares

8 Shared Voting Power:

-0-

Beneficially  
Owned by Each  
Reporting Person  
With

9 Sole Dispositive Power:

-0-

10 Shared Dispositive Power:

37,580,930

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

37,580,930

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

o

13 Percent of Class Represented by Amount in Row (11):

6.2%

14 Type of Reporting Person (See Instructions):

OO

10

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

KNIGHT PROTECTOR, INC.

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a)   
(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

29,944,391

Number of Shares 8 Shared Voting Power:

Beneficially Owned by Each

Reporting Person 9 Sole Dispositive Power:

With

-0-

10 Shared Dispositive Power:

63,525,704

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

63,525,704

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

10.4%

14 Type of Reporting Person (See Instructions):

CO

11

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
 Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

- 1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:  
 SUNTRUST DELAWARE TRUST COMPANY
- 2 Check the Appropriate Box if a Member of a Group (See Instructions) (a)   
 (b)
- 3 SEC Use Only
- 4 Source of Funds (See Instructions):  
 Not Applicable
- 5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
- 6 Citizenship or Place of Organization:  
 Delaware
- 7 Sole Voting Power:  
 750,000
- 8 Shared Voting Power:  
 -0-
- 9 Sole Dispositive Power:  
 750,000
- 10 Shared Dispositive Power:  
 37,580,930
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person:  
 38,330,930
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
- 13 Percent of Class Represented by Amount in Row (11):  
 6.3%

14 Type of Reporting Person (See Instructions):

OO

12

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

J.P. MORGAN TRUST COMPANY OF DELAWARE

2 Check the Appropriate Box if a Member of a Group (See Instructions) (a)   
(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

-0-

Number of  
Shares

8 Shared Voting Power:

1,879,504

Beneficially  
Owned by Each  
Reporting Person

9 Sole Dispositive Power:

-0-

10 Shared Dispositive Power:

1,879,504

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

1,879,504

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

0.3%

14 Type of Reporting Person (See Instructions):

OO

13

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
 Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

ARTSFARE 2003 TRUST

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)   
 (b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

Florida

7 Sole Voting Power:

-0-

Number of  
 Shares

8 Shared Voting Power:

900,000

Beneficially  
 Owned by Each  
 Reporting Person  
 With

9 Sole Dispositive Power:

-0-

10 Shared Dispositive Power:

932,439

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

932,439

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

0.2%

14 Type of Reporting Person (See Instructions):

OO

14

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

MBA I, L.P.

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3 SEC Use Only

4 Source of Funds (See Instructions):

Not Applicable

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

6 Citizenship or Place of Organization:

Delaware

7 Sole Voting Power:

-0-

Number of  
Shares

8 Shared Voting Power:

Beneficially  
Owned by Each

900,000

Reporting Person

9 Sole Dispositive Power:

With

-0-

10 Shared Dispositive Power:

932,439

11 Aggregate Amount Beneficially Owned by Each Reporting Person:

932,439

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13 Percent of Class Represented by Amount in Row (11):

0.2%

14 Type of Reporting Person (See Instructions):

OO

15

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CUSIP No. Common Stock: 143658 10 2 and 143658 30 0,  
Special Voting Share: G7214F 12 2, Trust Shares: 143658 30 0

1 Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons:

JAFASA CONTINUED IRREVOCABLE TRUST

2 Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3 SEC Use Only