CARNIVAL CORP
Form 4
October 31, 2007

FORM 4

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Artsfare 2005 Trust No. 2

(Last) (First) (Middle)

C/O SUNTRUST DELAWARE TRUST COMPANY, 1011 CENTRE ROAD, SUITE 108

(Street)

WILMINGTON, DE 19805

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
CARNIVAL CORP [CCL]

3. Date of Earliest Transaction (Month/Day/Year)
10/29/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
See Footnote 1 below

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/29/2007		S		7,900 (2)	D	$ 48	32,653,964	D (1)	
Common Stock	10/29/2007		S		400 (2)	D	$ 48.01	32,653,564	D (1)	
Common Stock	10/29/2007		S		11,200 (2)	D	$ 48.05	32,642,364	D (1)	
Common Stock	10/29/2007		S		3,500 (2)	D	$ 48.06	32,638,864	D (1)	
Common Stock	10/29/2007		S		1,899 (2)	D	$ 48.07	32,636,965	D (1)	

Common Stock	10/29/2007	S	1,601 (2)	D	$ 48.08	32,635,364	D (1)
Common Stock	10/29/2007	S	400 (2)	D	$ 48.09	32,634,964	D (1)
Common Stock	10/29/2007	S	300 (2)	D	$ 48.11	32,634,664	D (1)
Common Stock	10/29/2007	S	600 (2)	D	$ 48.12	32,634,064	D (1)
Common Stock	10/29/2007	S	1,300 (2)	D	$ 48.14	32,632,764	D (1)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Artsfare 2005 Trust No. 2 C/O SUNTRUST DELAWARE TRUST COMPANY 1011 CENTRE ROAD, SUITE 108 WILMINGTON, DE 19805				See Footnote 1 below

Signatures

/s/ John J. O'Neil, Attorney-in-Fact for SunTrust Delaware Trust Company, Trustee	10/31/2007
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 4(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) The reporting person may be deemed a member of a Section 13(d) group that owns more than 10% of the Common Stock of Carnival Corporation. However, the reporting person disclaims such group membership, and this report shall not be deemed an admission that the reporting person is a member of a Section 13(d) group that owns more than 10% of the Common Stock of Carnival Corporation for purposes of Section 16 or for any other purpose.

(2) These shares were sold pursuant to a Rule 10b5-1(c) sales plan dated October 24, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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