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Public Reporting Burden. Public reporting burden for this collection of information is estimated to average 1.5 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, D.C. 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503.

1. Name of Registrant Arnold & Porter	2. Registration No. 1750
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3. This amendment is filed to accomplish the following indicated purpose or purposes:

- To correct a deficiency in
- To give a 10-day notice of a change in information as required by Section 2(b) of the Act.
- Initial Statement
- Supplemental Statement for _____
- Other purpose (specify) _____
- To give notice of change in an exhibit previously filed.

4. If this amendment requires the filing of a document or documents, please list-

None

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. If more space is needed, full size insert sheets may be used.

This amendment to Registrant's Registration Statement is to give notice of a change in information relating to the Exhibit B filed for a foreign principal of the registrant, the Government of the Republic of Panama. The Registrant has entered into a written agreement with the foreign principal, a copy of which is attached.

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CRIMINAL DIV.
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The undersigned swear(s) or affirm(s) that he has (they have) read the information set forth in this amendment and that he is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his (their) knowledge and belief.

Patrick F.J. Macrory

Patrick F.J. Macrory

(All copies of this amendment shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)

Subscribed and sworn to before me at Washington, D.C.

this 1st day of March, 19 90

W & Jan Roberts
(Notary or other officer)

My commission expires June 15, 1993

ARNOLD & PORTER

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January 30, 1990

His Excellency Carlos Rodriguez
Fernandez-Miranda
Ambassador of the Republic of
Panama to the United States
of America
Embassy of Panama
Washington, D.C.

Dear Mr. Ambassador:

We are honored to have been asked to represent the Republic of Panama, and we look forward to working with you and your colleagues. In this letter we have set forth our understanding of the basis upon which the Republic of Panama has retained our firm.

It has been agreed that Arnold & Porter will represent the Republic of Panama in connection with legal matters in the United States of America and elsewhere, including, inter alia:

(i) Assisting and advising the Republic of Panama with respect to the sanctions program instituted by the United States Government during the Noriega regime;

(ii) Assisting and advising the Republic of Panama with respect to the economic reconstruction of Panama; and

(iii) Assisting and advising the Republic of Panama with respect to efforts by Panama to recover assets which were misappropriated by Noriega, his family, or his associates. In this connection, it has been agreed that Arnold & Porter is authorized, with the guidance of you and your colleagues, to institute and conduct litigation in the United States and to retain and coordinate with foreign counsel with respect to the possible institution of litigation in other countries.

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ARNOLD & PORTER

His Excellency Carlos Rodriguez
Fernandez-Miranda
January 30, 1990
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It has been agreed that, with respect to these matters, the Republic of Panama will pay Arnold & Porter an initial retainer of \$50,000, and our statement in this amount is being sent to you. In addition, it has been agreed that the Republic of Panama will pay Arnold & Porter a fee against which the retainer will be charged for Arnold & Porter's services with respect to these matters. This fee will be in accordance with the usual and customary hourly time charges we make for matters of this nature and will be based upon the amount of time and effort actually spent on your behalf. Statements for our services will be sent to you on a monthly basis.

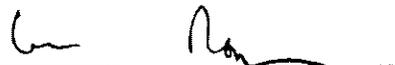
It is also understood that, in addition to the amounts to be paid us for our services, the Republic of Panama will reimburse Arnold & Porter for out-of-pocket expenses incurred on behalf of the Republic of Panama including such items as travel expenditures and living expenses when out of town, taxi fares, long-distance tolls, printing, xerox and other reproduction costs and charges, and the like. Statements for these disbursements will be sent to you on a monthly basis.

If this letter accurately reflects your understanding of the basis upon which we have been retained, I would appreciate your signing a copy of the letter and returning it to me for our files.

Once again, we very much appreciate the opportunity to work with the government of the Republic of Panama.

Sincerely yours,

ARNOLD & PORTER

By 
William D. Rogers

AGREED:



Ambassador Carlos Rodriguez Fernandez-Miranda