

For Six Month Period Ending DEC - 4 1998
(Insert date)

I - REGISTRANT

1. (a) Name of Registrant
Arnold & Porter
(b) Registration No.
1750
(c) Business Address(es) of Registrant
555 12th Street, N.W.
Washington, D.C. 20004

2. Has there been a change in the information previously furnished in connection with the following:

- (a) If an individual:
 - (1) Residence address Yes No
 - (2) Citizenship N/A Yes No
 - (3) Occupation Yes No
- (b) If an organization:
 - (1) Name Yes No
 - (2) Ownership or control Yes No
 - (3) Branch offices Yes No
- (c) Explain fully all changes, if any, indicated in items (a) and (b) above. N/A

IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, AND 5(a).

3. If you have previously filed Exhibit C¹, state whether any changes therein have occurred during this 6 month reporting period.
Yes No N/A
If yes, have you filed an amendment to the Exhibit C? Yes No N/A
If no, please attach the required amendment. N/A

¹ The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, and by laws of a registrant that is an organization. (a waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, Criminal Division, Internal Security Section, U.S. Department of Justice, Washington, D.C. 20530.)

4. (a) Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period? Yes No

If yes, furnish the following information:

Name	Position	Date Connection Ended
Catherine C. McCoy	Partner	9/30/98
Stevenson Parker	Partner	8/31/98
Keith M. Pattiz	Partner	10/9/98

- (b) Have any persons become partners, officers, directors or similar officials during this 6 month reporting period? Yes No

If yes, furnish the following information:

Name	Residence Address	Citizenship	Position	Date Assumed
Geoffrey N. Haley	Tanglewood 39A Llanvair South Ascot, Berkshire England	UK	Partner	11/16/98

5. (a) Has any person named in item 4(b) rendered services directly in furtherance of the interests of any foreign principal? Yes No

If yes, identify each such person and describe his service. N/A

- (b) Have any employee or individuals, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting? Yes No

If yes, furnish the following information: N/A

Name	Position or connection	Date terminated
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- (c) During this six month reporting period, has the registrant hired as employees or in any other capacity, any persons who rendered or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical or secretarial, or in a related or similar capacity? Yes No

If yes, furnish the following information: N/A

Name	Residence Address	Citizenship	Position	Date Assumed
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6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(c) of the supplemental statement? N/A Yes No

If no, list names of persons who have not filed the required statement. N/A

II - FOREIGN PRINCIPAL

7. Has your connection with any foreign principal ended during this 6 month reporting period?

Yes No

If yes, furnish the following information: N/A

Name of foreign principal

Date of termination

8. Have you acquired any new foreign principal² during this 6 month reporting period?

Yes No

If yes, furnish following information: N/A

Name and address of foreign principal

Date acquired

9. In addition to those named in Items 7 and 8, if any, list foreign principals² whom you continued to represent during the 6 month reporting period.

Cambodian Peoples' Party
 Republic of Venezuela
 State of Israel

10. **EXHIBITS A AND B**

(a) Have you filed for each of the newly acquired foreign principals in Item 8 the following:

Exhibit A ³	N/A	Yes <input type="checkbox"/>	No <input type="checkbox"/>
Exhibit B ⁴	N/A	Yes <input type="checkbox"/>	No <input type="checkbox"/>

If no, please attach the required exhibit.

(b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period? Yes No

If yes, have you filed an amendment to these exhibits? Yes No

If no, please attach the required amendment.

² The term "foreign principal" includes, in addition to those defined in section 1(b) of the Act, an individual organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a) (9)). A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

³ The Exhibit A, which is filed on form CRM-157 (Formerly OBD-67) sets forth the information required to be disclosed concerning each foreign principal.

⁴ The Exhibit B, which is filed on Form CRM-155 (Formerly OBD-65) sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

III - ACTIVITIES

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11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, and 9 of this statement? Yes No

If yes, identify each such foreign principal and describe in full detail your activities and services:

*** See Attachment 11A ***

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12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity⁵ as defined below? Yes No

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places, of delivery, names of speakers and subject matter.

*** See Attachment 12A ***

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13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals? Yes No

If yes, describe fully.

⁵ The term "political activities" means any activity that the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting or changing the domestic or foreign policies of the United States or with reference to political or public interests, policies, or relations of a government, a foreign country or a foreign political party.

IV - FINANCIAL INFORMATION

14. (a) RECEIPTS-MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, and 9 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes No

If no, explain why. N/A

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies⁶

Date	From Whom	Purpose	Amount
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*** See Attachment 14A ***

Total

(b) RECEIPTS - FUND RASING CAMPAIGN

During this 6 month reporting period, have you received, as part of a fund raising campaign⁷, any money on behalf of any foreign principal named in items 7, 8, and 9 of this statement? Yes No

If yes, have you filed an Exhibit D to your registration? Yes No N/A

If yes, indicate the date the Exhibit D was filed. Date N/A

(c) RECEIPTS-THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value⁹ other than money from any foreign principal named in Items 7, 8, and 9 of this statement, or from any other source, for or in the interests of any such foreign principal? Yes No

If yes, furnish the following information: N/A

Name of foreign principal	Date received	Description of thing of value	Purpose
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6, 7 A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. (See Rule 201(e).)
8 An Exhibit D, for which no printed form is provided, sets forth an account of money collected or received as a result of a fund raising campaign and transmitted for a foreign principal.
9 Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

15. (a) **DISBURSEMENTS-MONIES**

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign named in Items 7, 8, and 9 of this statement? Yes No

(2) transmitted monies to any such foreign principal? Yes No

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal. N/A

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

Date	To Whom	Purpose	Amount
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*** See Attachment 15A ***

Total

(b) DISBURSEMENTS-THINGS OF VALUE

During this 6 month reporting period, have you disposed of anything of value¹⁰ other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, and 9 of this statement?

Yes No

If yes, furnish the following information: N/A

Date disposed	Name of person to whom given	On behalf of what foreign principal	Description of thing of value	Purpose
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(c) DISBURSEMENTS-POLITICAL CONTRIBUTIONS

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value¹¹ in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes No */

If yes, furnish the following information:

Date	Amount or thing of value	Name of political organization	Name of candidate
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*/ *** See Attachment 15C ***

10, 11 Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks" and the like.

V - INFORMATIONAL MATERIALS

16. During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any informational materials¹²?
Yes No

IF YES, RESPOND TO THE REMAINING ITEMS IN SECTION V.

17. Identify each such foreign principal.

N/A

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating informational materials? Yes No

If yes, identify each such foreign principal, specify amount, and indicate for what period of time. N/A

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following: N/A

- Radio or TV broadcasts
- Magazine or newspaper articles
- Motion picture films
- Letters or telegrams
- Advertising campaigns
- Press releases
- Pamphlets or other publications
- Lectures or speeches
- Other (specify) _____

20. During this 6 month reporting period, did you disseminate or cause to be disseminated informational materials among any of the following groups: N/A

- Public Officials
- Newspapers
- Libraries
- Legislators
- Editors
- Educational institutions
- Government agencies
- Civic groups or associations
- Nationality groups
- Other (specify) _____

21. What language was used in the informational materials: N/A
 English Other (specify) _____

22. Did you file with the Registration Unit, U.S. Department of Justice a copy of each item of such informational materials disseminated or caused to be disseminated during this 6 month reporting period? N/A Yes No

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act? Yes No N/A

12 The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.

VI--EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

(Type or print name under each signature¹³)

January 26, 1999

Lawrence A. Schneider

Lawrence A. Schneider

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¹³ This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

UNITED STATES DEPARTMENT OF JUSTICE
FARA REGISTRATION UNIT
CRIMINAL DIVISION
WASHINGTON, D.C. 20530

NOTICE

Please answer the following questions and return this sheet in triplicate with your Supplemental Statement:

1. Is your answer to Item 16 of Section V (Informational Materials - page 8 of Form CRM-154, formerly Form OBD-64-Supplemental Statement):

YES _____ or NO X _____

(If your answer to question 1 is "yes" do not answer question 2 of this form.)

2. Do you disseminate any material in connection with your registration:

YES _____ or NO X */ _____

(If your answer to question 2 is "yes" please forward for our review copies of all material including: films, film catalogs, posters, brochures, press releases, etc. which you have disseminated during the past six months.)

Lawrence A. Schneider
Signature

January 26, 1999
Date

Lawrence A. Schneider

Please type or print name of signatory on the line above

Partner

Title

*/ The Registrant did not disseminate any of the types of materials listed in question 2; the only materials disseminated were materials filed in the course of litigation or established agency proceedings.

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ATTACHMENT 11A

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, and 9 of this statement?

Yes

No

If yes, identify each such foreign principal and describe in full detail your activities and services:

Republic of Venezuela

The Registrant rendered advice to the foreign principal on U.S. laws, regulations and policies concerning government bond offerings in international financial markets and related taxation issues, as well as advice on the registration of debt securities with the U.S. Securities and Exchange Commission. The Registrant represented the foreign principal in connection with financing from the U.S. Export-Import Bank. The Registrant also rendered advice and provided services to the foreign principal with respect to the restructured Venezuelan external debt and compliance by the foreign principal with certain debt covenants.

State of Israel

The Registrant rendered advice to the foreign principal on U.S. laws, regulations and policies concerning financial and economic matters, the United States-Israel Science and Technology Commission, government procurement, banking, customs, taxation, international trade, securities, and privatization issues.

The Registrant represented the foreign principal in connection with financing from the U.S. Agency for International Development and provided advice with respect to various financing vehicles, existing and proposed, including the U.S. Export-Import Bank and other U.S.-guaranteed financing. In connection with the foregoing and otherwise, the Registrant rendered advice to the foreign principal on U.S. foreign aid and securities laws, regulations, policies and proposed or possible legislation concerning loan programs and foreign aid programs of the United States. The Registrant rendered advice to the foreign principal with respect to the regulation by the U.S. Securities and Exchange Commission of the possible sale by the foreign principal of debt securities in the United States. The Registrant also represented the foreign principal in court proceedings in New York.

Cambodian People's Party

The Registrant rendered advice to the foreign principal on issues relating to elections in Cambodia and political reconciliation in Cambodia. See also response to Question 12.

ATTACHMENT 12A

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity as defined below?

Yes

No

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give the details as to dates, places of delivery, names of speakers and subject matter.

Cambodian People's Party

The registrant met with Ambassador James Lilley, Resident Fellow of Asian Studies, American Enterprise Institute, on September 18, 1998; Brian Aggeler, Cambodia Desk, Department of State, on September 8, 1998; Mr. Aggeler and Stanley Roth, Assistant Secretary for East Asian and Pacific Affairs, on September 21, 1998; and Craig Atcheson, Yale Center for Cambodia, on November 10, 1998. The general nature of these meetings was to discuss the political stalemate in Cambodia.

At a dinner on June 21, 1998, the registrant met with the former Australian Ambassador from Cambodia and several journalists and discussed the international reaction to the Cambodian elections. No officials or employees of the U.S. government were present.

ATTACHMENT NO. 14A

14.(a) Receipts -- Monies

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, and 9 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise?

 X Yes No

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies.

Note: The following information relates to activities that are non-registrable, as well as activities that are registrable.

The substantial majority of monies received during this period was for services and activities that do no require registration under the Foreign Agents Registration Act of 1938, as amended.

Note: The services to which these receipts relate may have been performed in a prior period.

State of Israel (Note: Includes Registrable and/or Non-Registrable Activities)

<u>Date</u>	<u>From Whom</u>	<u>Purpose</u>	<u>Amount</u>
06/10/98	State of Israel	Fees	\$63,839.62
06/10/98	State of Israel	Disbursements	3,060.61
06/26/98	State of Israel	Fees	108,723.53
06/26/98	State of Israel	Disbursements	7,806.40
08/03/98	State of Israel	Fees	61,473.10
08/03/98	State of Israel	Disbursements	2,141.35
09/02/98	State of Israel	Fees	15,657.17
09/02/98	State of Israel	Disbursements	491.50
09/22/98	State of Israel	Fees	783.90
09/22/98	State of Israel	Disbursements	589.50
10/23/98	State of Israel	Fees	15,643.55
10/23/98	State of Israel	Disbursements	1,664.15
11/10/98	State of Israel	Fees	9,006.19
11/10/98	State of Israel	Disbursements	827.14
11/20/98	State of Israel	Fees	20,707.66
11/20/98	State of Israel	Disbursements	10,286.03
12/04/98	State of Israel	Fees	15,682.50
12/04/98	State of Israel	Disbursements	<u>176.18</u>
		Total Fees	\$311,517.22
		Total Disbs.	27,042.86

receipts cont'd.

Government of Venezuela (Note: Includes Registrable and/or Non-Registrable Activities)

<u>Date</u>	<u>From Whom</u>	<u>Purpose</u>	<u>Amount</u>
08/26/98	Government of Venezuela	Fees	\$169,594.50
08/26/98	Government of Venezuela	Disbursements	15,660.86
09/21/98	Government of Venezuela	Fees	25,614.25
09/21/98	Government of Venezuela	Disbursements	4,532.06
09/23/98	Government of Venezuela	Fees	100,691.25
09/23/98	Government of Venezuela	Disbursements	7,429.65
10/08/98	Government of Venezuela	Fees	17,143.00
10/08/98	Government of Venezuela	Disbursements	1,494.74
11/02/98	Government of Venezuela	Fees	60,529.50
11/02/98	Government of Venezuela	Disbursements	6,854.10
11/20/98	Government of Venezuela	Fees	121,181.11
11/20/98	Government of Venezuela	Disbursements	<u>10,410.68</u>
		Total Fees	\$494,753.61
		Total Disbs.	46,382.09

Cambodian People's Party

<u>Date</u>	<u>From Whom</u>	<u>Purpose</u>	<u>Amount</u>
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No receipts during this six-month reporting period

<u>Date</u>	<u>To Whom</u>	<u>Purpose</u>	<u>Amount</u>
<u>Government of Venezuela</u> (Note: Includes Registrable and/or Non-Registrable Activities) (Con't.)			
11/23/98	Transperfect Translations	Translation Services	710.16
7/27/98	SEC	Filing Fee	1,246.00
Various	Andrews Office Products	Office Supplies	6.50
10/15/98	CT Corporate Systems	Professional Services	<u>172.00</u>
		TOTAL	\$54,914.80

State of Israel(Note: Includes Registrable and/or Non-Registrable Activities)

Various	Xerox Corporation	Duplicating	1,423.80
Various	C & P Telephone	Telephone	2,431.27
Various	U.S. Postal Services	Postage	13.14
Various	A & P Employees	Local Transportation	418.11
Various	A & P Employees	Cash Expenses	725.38
Various	Westlaw	Computer Research	2,229.98
Various	Lexis	Computer Research	49.33
Various	Washington Express	Courier	195.90
Various	Federal Express	Courier	112.80
Various	DHL Airways Worldwide Express	Courier	74.10
Various	Deluxe Delivery Service	Courier	260.00
9/17/98	U.S. Department of Commerce	Outside Duplicating	21.00
7/30/98	Pitney Bowes Mgmt.	Outside Duplicating	27.29
Various	A & P Attorneys	Travel Expenses*	7,401.52
10/26/98	Disclosure Inc.	Document Retrieval	<u>284.70</u>
		TOTAL	\$15,668.32

- * These travel expenses were for attorneys at the firm for travel in connection with non-registrable activities, such as for meetings with clients and third parties, and not for registrable activities.

Cambodian People's Party (Note: Includes Registrable and/or Non-Registrable Activities)

<u>Date</u>	<u>To Whom</u>	<u>Purpose</u>	<u>Amount</u>
Various	Xerox Corporation	Duplicating	\$ 314.40
Various	C & P Telephone	Telephone	327.81
Various	U.S. Postal Service	Postage	1.24
Various	Westlaw	Computer Research	1,420.12
Various	Lexis	Computer Research	92.37
Various	Dialog Corporation	Computer Research	114.12
Various	Washington Express	Courier	121.56
Various	A&P Attorneys	Travel Expense*	8,141.66
Various	A&P Employees	Local Transportation	122.50
Various	A&P Employees	Cash Expenses	425.87
6/8/98	Andrews Office Products	Office Supplies	<u>4.60</u>
		TOTAL	\$11,086.25

* These travel expenses were for attorneys at the firm for travel in connection with non-registrable activities, such as for meetings with clients and third parties, and not for registrable activities.

ATTACHMENT 15C

During this 6-month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

_ Yes X No ^{*/}

*/ However, the following persons who have filed Short-Form Registration Statements made political contributions in connection with elections for federal offices during this 6 month period:

<u>Date</u>	<u>Amount or Thing of Value</u>	<u>Name of Political Organization</u>	<u>Name of Candidate</u>
<u>PAUL BERGER</u>			
6/12/98	\$ 250.00	A&P Partners PAC	Various
7/24/98	\$ 250.00	Hoyer for Congress	Steny Hoyer
9/4/98	\$ 750.00	National Jewish Democratic Committee	Various
9/14/98	\$ 250.00	A&P Partners PAC	Various
10/1/98	\$ 500.00	Friends of Chris Dodd	Chris Dodd
10/5/98	\$ 200.00	Nita Lowey for Congress	Nita Lowey
10/5/98	\$ 250.00	Ralph Neas for Congress	Ralph Neas
10/30/98	\$ 250.00	Ralph Neas for Congress	Ralph Neas
<u>SONIA FOIS</u>			
6/12/98	\$ 105.00	A&P Partners PAC	Various
9/14/98	\$ 105.00	A&P Partners PAC	Various
<u>CATHERINE COLLINS MCCOY</u>			
6/12/98	\$ 175.00	Arnold & Porter Partners PAC	Various
9/14/98	\$ 175.00	Arnold & Porter Partners PAC	Various

<u>Date</u>	<u>Amount or Thing of Value</u>	<u>Name of Political Organization</u>	<u>Name of Candidate</u>
<u>CLAIRE READE</u>			
6/12/98	\$ 200.00	Arnold & Porter Partners PAC	Various
9/14/98	\$ 200.00	Arnold & Porter Partners PAC	Various
<u>WILLIAM ROGERS</u>			
6/12/98	\$ 62.50	Arnold & Porter Partners PAC	Various
9/14/98	\$ 62.50	Arnold & Porter Partners PAC	Various
<u>LAWRENCE A. SCHNEIDER</u>			
6/6/98	\$ 250.00	Ralph Neas for Congress	Ralph Neas
6/21/98	\$ 100.00	Emily's List	Various
9/7/98	\$ 250.00	Price for Congress	David Price
9/26/98	\$ 500.00	Power & Leadership in U.S. Senate	Various
10/6/98	\$1,000.00	DNC Women's Leadership Forum	Various
<u>MARK STUMPF</u>			
6/12/98	\$ 225.00	Arnold & Porter Partners PAC	Various
9/14/98	\$ 225.00	Arnold & Porter Partners PAC	Various

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