

For Six Month Period Ending October 31, 2006
(Insert date)

I - REGISTRANT

1. (a) Name of Registrant (b) Registration No.
Burson-Marsteller 2469

(c) Business Address(es) of Registrant
1801 K Street, NW
Suite 1000-L
Washington, DC 20006

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 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.

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

If yes, have you filed an amendment to the Exhibit C? Yes No

If no, please attach the required amendment.

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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, U.S. Department of Justice, Washington, DC 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
Per Heggenes	President & CEO, UK;co-CEO Europe	10/31/06

- (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
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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.

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

If yes, furnish the following information:

Name	Position or connection	Date terminated
Mary Lasher	Director	9/2006
Kelly Mullaney	Managing Director	8/2006
Veronica Herrera	Manager	7/2006
Monica Marti	Manager	8/2006

- (c) During this 6 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:

Name	Residence address	Citizenship	Position	Date assumed
See Attached				

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? Yes No

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

Natalie Saenz
Ixta Gerard
Dionne Rial

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:

Name of foreign principal	Date of termination
Government of the Republic of the Philippines	

8. Have you acquired any new foreign principal² during this 6 month reporting period?
 Yes No

If yes, furnish the following information:

Name and address of foreign principal	Date acquired
Armenia/Stepan Martirosyan	10/2006

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.

Hong Kong Special Administrative Region - Hong Kong Economic and Trade Offices
 Consejo de Promocion Turistica de Mexico S.A de C.V.

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	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Exhibit B ⁴	Yes <input type="checkbox"/>	No <input checked="" 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 the 6 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

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

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 and places of delivery, names of speakers and subject matter.

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 the political or public interests, policies, or relations of a government of 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 [x] No []

If no, explain why.

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
See Attachment			

Total

(b) RECEIPTS - FUND RAISING 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 [x]

If yes, have you filed an Exhibit D⁸ to your registration? Yes [] No [x]

If yes, indicate the date the Exhibit D was filed. Date _____

(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 [x]

If yes, furnish the following information:

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 principal 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.

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
See attachment			

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:

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
9/2006	500.00	New Democratic Committee	n/a
9/2006	125.00	Democratic Senate	Klobuchar
9/2006	100.00	Republican Nat'l Committe	n/a
9/2006	25.00	Republican Nat'l Committe	n/a

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 materials ¹²?
Yes No

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

17. Identify each such foreign principal.

Hong Kong Special Administrative Region - Hong Kong Economic and Trade Offices
Consejo de Promocion Turistica de Mexico S.A de C.V.

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.

Hong Kong Special Administrative Region - Hong Kong Economic and Trade Offices
As a part of our contract fee from the HKSAR between May 1 and October 31, 2006, we support elements of media outreach that sometimes include media outreach and luncheon invitations

Consejo de Promocion Turistica de Mexico S.A de C.V.
PLEASE SEE WWW.visitmexicopress.com .

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:

- 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
- Internet
- 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:

- 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:

- 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? 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

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 the 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).

12-14-06

Sharon Balkam
Sharon Balkam

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 X or NO _____

(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 _____

(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.)

Sharon Balkam
Signature

12-14-06
Date

Sharon Balkam
Please type or print name of
signatory on the line above

Managing Director
Business Manager, US Public Affairs Practice
Title

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5. ©

(c) During this 6 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?

If yes, furnish the following information:

Name	Address	Citizenship	Position	Date Assumed
Natalie Saenz	Pembroke Pines, FL	US	Manager	Aug-06
Ixta Gerard	Miami Beach, FL	US	Client Exec.	May-06
Dionne Rial	n/a	US	Associate	Aug-06
Lindsay Mendoza	New York, NY	US	Associate	Aug-06
Katie Pendergast	Washington, DC	US	Manager	Jul-06

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Attachment

**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, 9 of this statement?
YES**

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

Hong Kong Special Administrative Region - Hong Kong Economic and Trade Offices

Activities included development and management of the communications program.

Consejo de Promocion Turistica de mexico S.A. de C.V.

The following services have been provided: media relations, fam trip coordination, speech writing and presentation development, press material development and distribution, web site content, media monitoring, crisis management, industry relations, event planning, and promotional opportunities.

See website www.visitmexicopress.com

Armenia/Stepan Martirosyan

Conduct communications activities to:

- Position Armenia as a safe and stable country
- Implement a program of long-term awareness and reputation building on behalf of Minister Sarkisian.

ATTACHMENT

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.

Mexico Tourism Promotion Board

<u>Date</u>	<u>From Whom</u>	<u>Purpose</u>	<u>Amount</u>
31-May-06	Mexico Tourism Promotion Board	Fees	277,500.00
31-May-06	Mexico Tourism Promotion Board	Expenses	71,698.05
30-Jun-06	Mexico Tourism Promotion Board	Fees	92,500.00
30-Jun-06	Mexico Tourism Promotion Board	Expenses	7,339.07
31-Jul-06	Mexico Tourism Promotion Board	Fees	92,500.00
31-Jul-06	Mexico Tourism Promotion Board	Expenses	84,373.58

ATTACHMENT

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.

Government of Hong Kong

<u>Date</u>	<u>From Whom</u>	<u>Purpose</u>	<u>Amount</u>
31-May-06	Government of Hong Kong	Fees and Expenses	20,833.33
30-Jun-06	Government of Hong Kong	Fees and Expenses	20,833.33
31-Jul-06	Government of Hong Kong	Fees and Expenses	20,833.33
31-Aug-06	Government of Hong Kong	Fees and Expenses	20,833.33
30-Sep-06	Government of Hong Kong	Fees and Expenses	20,833.33
31-Oct-06	Government of Hong Kong	Fees and Expenses	20,833.33

ATTACHMENT

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 principal named in Items 7, 8, and 9 of this statement? YES

(2) transmitted monies to any such foreign principal? NO

Consejo de Promocion Tuistica de Mexico S.A. de C.V. (Mexico Tourism Promocion)

Postings for the Period: (05.01.06 - 10.31.06)

OFFICE EXPENSES:

AIR FREIGHT	8,478.72
AIRFARE/RAILFARE	42,969.24
AUDIO EDITING/RECORDING	6,500.00
AUDIO VIDEO MONITORING	184.90
AUTO RENTAL	47.21
BM INTERNATIONAL	75,041.73
BUSINESS MEALS	365.65
CATERING	6,976.12
CLIPPING SERVICE	3,216.72
CONSULTATION FEES	96,928.55
COURRIER/MESSENGER	271.42
EQUIPMENT RENTAL	7,551.32
EVENTS ELEMENTS	13,948.61
GIFTS	19,948.95
ILUSTRATION AND DESIGN	680.00
LOCAL TRANSPORTATION	1,194.45
LODGING	4,655.47
MEALS	9,871.35
MEDIA MONITORING	21,217.74
MILEAGE	2.72
MISCELLANEOUS	18,750.31
PHOTOCOPIES	27.00
PHOTOCOPIES - COLOR	2,462.00
PRODUCTION	4,397.70
PROFESSIONAL SERVICES	36,040.00
REFERENCE MATERIAL	27,474.00
SUBSCRIPTIONS	50.00
STATIONARY AND SUPPLIES	2,900.17
TELEPHONE	296.38
TELEPHONE - FAX	519.44
TRAINING & MEETING	7,921.80
TRAVEL EXPENSES	170.83
Total Expenses	421,060.50

ATTACHMENT

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 principal named in Items 7, 8, and 9 of this statement? YES

(2) transmitted monies to any such foreign principal? NO

Hong Kong Economic Trade Office (ETO)

Postings for the Period: (05.01.06 - 10.31.06)

OFFICE EXPENSES:

CLUB DUES	18.50
INFO BANK SERVICES	483.80
AIR FREIGHT	7.95
CONSULTATION FEES	17,500.00
MISCELLANEOUS	84.38
PHOTOCOPIES	1.60
SUSCRIPTIONS	348.53
TELEPHONE	86.13
	<hr/>
	\$ 18,096.23
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HKETO Media Outreach

East of the Mississippi Media Outreach

Newspapers

- Boston Globe
- Suburban Washington Newspapers
- The Washington Post
- The Washington Times
- USA Today
- Washington Examiner

Radio

- NPR/National Public Radio

West of the Mississippi Media Outreach

Television :

- | | |
|--------|--------|
| • KBCW | • KFTY |
| • KBTC | • KFWD |
| • KCAL | • KGO |
| • KCBS | • KICU |
| • KCET | • KING |
| • KCPQ | • KNTV |
| • KCTS | • KPIX |
| • KDAF | • KQED |
| • KDFI | • KRON |
| • KDFW | • KSTW |
| • KDFX | • KTLA |
| • KERA | • KTVU |
| • KESQ | • KVOS |
| • KFTL | • KWPX |

Radio

- KALW
- KCBS
- KCSM
- KGO
- KQED

Newspapers

- | | |
|--------------------------------|-----------------------------|
| • Associated Press | • Los Angeles Times |
| • Bloomberg News | • Marin Independent Journal |
| • Contra Costa Times | • Oakland Tribune |
| • Los Angeles Business Journal | • Orange County Register |

FARA November 2006
Media Outreach List

- Palo Alto Daily News
- Reuters
- SalonWire
- San Francisco Business Times
- San Francisco Chronicle
- San Francisco Examiner
- San Jose Business Journal
- San Jose Mercury News
- San Mateo County Times
- San Ramon Valley Times
- The Argus
- Valley Times

Magazines

- Bay Area Lawyer Magazine
- Boalt Berkeley Journal of International Business/Law
- Business 2.0
- BusinessWeek
- California Bar Journal
- California Business Law Reporter
- California Lawyer
- CNET
- D2B Magazine
- eWeek
- Forbes Magazine
- Fortune
- Golden Gate University Law Review
- Hastings Weekly
- InformationWeek
- InfoWorld
- PC Magazine
- PC World
- Profit: The Business of Technology
- Red Herring
- San Francisco Attorney Magazine
- San Francisco Chamber of Commerce- The Monday Report
- San Jose Chamber of Commerce
- San Leandro Chamber of Commerce Magazine
- Small Business Technology Magazine
- Stanford Journal of International Law
- Technology and Learning
- The Recorder
- Time Magazine
- Ventures Technology Watch
- Visual Studio Magazine