

OMB NO. 1124-0006; Expires February 28, 2014

U.S. Department of Justice
Washington, DC 20530

**Exhibit A to Registration Statement
Pursuant to the Foreign Agents Registration Act of
1938, as amended**

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 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, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name and Address of Registrant Patton Boggs LLP	2. Registration No. 2165						
3. Name of Foreign Principal Interim Transitional National Council of Libya	4. Principal Address of Foreign Principal 2445 M Street Washington, DC 20037						
5. Indicate whether your foreign principal is one of the following:							
<input checked="" type="checkbox"/> Foreign government <input type="checkbox"/> Foreign political party <input type="checkbox"/> Foreign or domestic organization: If either, check one of the following: <table style="margin-left: 20px; width: 80%;"> <tr> <td><input type="checkbox"/> Partnership</td> <td><input type="checkbox"/> Committee</td> </tr> <tr> <td><input type="checkbox"/> Corporation</td> <td><input type="checkbox"/> Voluntary group</td> </tr> <tr> <td><input type="checkbox"/> Association</td> <td><input type="checkbox"/> Other (<i>specify</i>) _____</td> </tr> </table> <input type="checkbox"/> Individual-State nationality _____		<input type="checkbox"/> Partnership	<input type="checkbox"/> Committee	<input type="checkbox"/> Corporation	<input type="checkbox"/> Voluntary group	<input type="checkbox"/> Association	<input type="checkbox"/> Other (<i>specify</i>) _____
<input type="checkbox"/> Partnership	<input type="checkbox"/> Committee						
<input type="checkbox"/> Corporation	<input type="checkbox"/> Voluntary group						
<input type="checkbox"/> Association	<input type="checkbox"/> Other (<i>specify</i>) _____						
6. If the foreign principal is a foreign government, state:							
a) Branch or agency represented by the registrant Interim Transitional National Council of Libya							
b) Name and title of official with whom registrant deals Ali Suleiman Aujali							
7. If the foreign principal is a foreign political party, state:							
a) Principal address N/A							
b) Name and title of official with whom registrant deals N/A							
c) Principal aim N/A							

Formerly CRM-157

FORM NSD-3
Revised 03/11

8. If the foreign principal is not a foreign government or a foreign political party:
a) State the nature of the business or activity of this foreign principal.

N/A

b) Is this foreign principal:

- | | |
|---|--|
| Supervised by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Owned by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Directed by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Controlled by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Financed by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input type="checkbox"/> |
| Subsidized in part by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input type="checkbox"/> |

9. Explain fully all items answered "Yes" in Item 8(b). (If additional space is needed, a full insert page must be used.)

N/A

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

N/A

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit A	Name and Title	Signature
6/23/2011	Edward J. Newberry Managing Partner	

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Washington, DC 20530

**Exhibit B to Registration Statement
Pursuant to the Foreign Agents Registration Act of
1938, as amended**

INSTRUCTIONS. A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 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, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant Patton Boggs LLP	2. Registration No. 2165
3. Name of Foreign Principal Interim Transitional National Council of Libya	

Check Appropriate Box:

- 4. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
- 5. There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 6. The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
- 7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Registrant is retained to provide the foreign principal with advice and assistance on U.S.-Libya bilateral issues.

8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.
Registrant proposes to provide the foreign principal with advice and assistance on U.S.-Libya bilateral relations.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes No

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

Some of the registrant's activities will include counseling and assisting the Foreign principal with regard to U.S.-Libya bilateral relations.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit B	Name and Title	Signature
6/23/2011	Edward J. Newberry, Managing Partner	

Footnote: Political activity as defined in Section 1(o) of the Act means any activity which 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.

PATTON BOGGS^{LLP}
ATTORNEYS AT LAW

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Washington, DC 20037-1350
202-457-6000

Facsimile 202-457-6315
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May 19, 2011

Thomas Hale Boggs, Jr.
202-457-6040
tboggs@pattonboggs.com

Ambassador Ali Aujali
Representative of The Interim Transitional National Council of Libya
Washington, DC

Re: Engagement of Patton Boggs LLP

Dear Ambassador Ali Aujali:

By your countersignature on this letter, you have agreed that the Interim Transitional National Council of Libya (the "Council"), based in Benghazi, Libya, has retained Patton Boggs LLP to represent it in connection with providing advice on legal issues, assisting with the effort to gain recognition for the Council as the legitimate government of the sovereign nation of Libya, and assisting with the effort to make funds of the Gaddafi regime that have been frozen in the U.S. available for use by the Council, for the benefit of the people of Libya. We look forward to working with you on this engagement.

I will be primarily responsible for overseeing the work done on behalf of the Council and will supervise the lawyers and other professionals who may work on this project. Other partners, associates, staff attorneys, legal assistants, specialists and/or in-house consultants will assist in the matter.

We understand that at this time the Council may not have sufficient funds to pay our fees for these important services. We will charge the Council on an hourly basis for our work, according to our customary hourly billable rates. We agree that during this engagement our fees will not exceed \$50,000 for any month. Patton Boggs may take on additional legal issues as necessary for the Council without exceeding the \$50,000 cap per month, unless agreed upon by both parties. We will keep track of our fees and costs and provide them to you on a monthly basis. However, we will not seek payment for these fees and costs until the Council obtains sufficient funds to pay them. The Council agrees by its authorized signatory below to pay all accrued fees and expenses of Patton Boggs immediately upon receiving legal title or authorization to any assets that give it sufficient ability to pay our fees in the United States. We will provide you with a work plan and budget for the work to be performed under this engagement, which we will review with you regularly.

PATTON BOGGS^{LLP}
ATTORNEYS AT LAW

May 19, 2011

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As required by the rules of professional responsibility in the jurisdictions in which we practice law, I am providing under separate cover our Standard Terms of Engagement for Legal Services which describe the general terms of our representation.

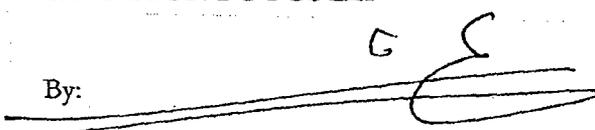
We understand that as the Representative to the United States of The Interim Transitional National Council of Libya, you have authority to enter into this agreement on behalf of the Council. Your signature below is confirmation of this.

If you have any questions about these terms or would like to discuss them, please communicate them to me or to your representatives in the United States as soon as possible so as not to impede our commencing work on your behalf.

We look forward to working with the Council to achieve a successful result.

Sincerely yours,


Thomas Hale Boggs, Jr.
for PATTON BOGGS LLP

By: 

Ambassador Ali Aujali
on behalf of the The Interim Transitional
National Council of Libya

5/20/2011

cc: Mr. Mahmoud Jibril
Ambassador Abdel Rahman Shalgam

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