

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda 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, D.C. One copy is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney General transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

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, 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.

*Furnish this exhibit for EACH foreign principal listed in an initial statement
and for EACH additional foreign principal acquired subsequently.*

1. Name and address of registrant Burson-Marsteller 1801 K Street, NW, Suite 1000-L Washington, DC 20006	2. Registration No. 2469
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3. Name of foreign principal Empresa Brasileira de Aeronautica S.A. (Embraer)	4. Principal address of foreign principal Av. Brig. Faria Lima 2170 12227-901 Sao Jose dos Campos
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5. Indicate whether your foreign principal is one of the following type: State of Sao Paulo, Brazil
P.O. Box 8050

- Foreign government
- Foreign political party
- Foreign or domestic organization: If either, check one of the following:
 - Partnership
 - Corporation
 - Association
 - Individual—State his nationality _____
 - Committee
 - Voluntary group
 - Other (specify) _____

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6. If the foreign principal is a foreign government, state:

- a) Branch or agency represented by the registrant.
- b) Name and title of official with whom registrant deals. N/A

7. If the foreign principal is a foreign political party, state:

- a) Principal address
- b) Name and title of official with whom registrant deals. N/A
- c) Principal aim

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

Embraer is a privately owned commercial and military aircraft manufacturer.

b) Is this foreign principal

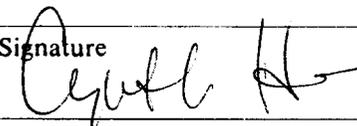
- Owned by a foreign government, foreign political party, or other foreign principal Yes No
- Directed by a foreign government, foreign political party, or other foreign principal..... Yes No
- Controlled by a foreign government, foreign political party, or other foreign principal Yes No
- Financed by a foreign government, foreign political party, or other foreign principal..... Yes No
- Subsidized in whole by a foreign government, foreign political party, or other foreign principal..... Yes No
- Subsidized in part by a foreign government, foreign political party, or other foreign principal..... Yes No

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

Embraer is currently controlled by the Bozano Simonsen Group, Previ-Banco do Brasil Pension Fund, and Sistel-Telebras Social Security Fund.

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

Date of Exhibit A January 12, 1999	Name and Title Cynthia Hudson Managing Director Chair, U.S. Public Affairs Practice	Signature 
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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. This form shall be filed in triplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

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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, 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.

Name of Registrant	Name of Foreign Principal
Burson-Marsteller	Empresa Brasileira de Aeronautica S.A. (Embraer)

Check Appropriate Boxes:

1. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach three copies of the contract to this exhibit.
2. There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach three copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
3. 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 the expenses, if any, to be received.

4. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Burson-Marsteller will provide the foreign principal, Embraer, with public relations counsel on matters affecting Embraer's trade relations with the United States.

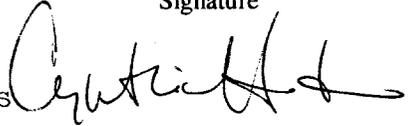
5. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Burson-Marsteller will advise Embraer on U.S.-Brazil trade relations as they pertain to the aerospace industry. Burson-Marsteller will contact, on an as needed basis, U.S. Government officials engaged in U.S.-Brazil trade relations, Brazilian Embassy officials, aerospace trade media, U.S. suppliers to Embraer, and U.S. customers.

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act?¹
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.

Please see information provided in answer to question #5.

Date of Exhibit B	Name and Title	Signature
January 12, 1999	Cynthia Hudson Managing Director Chair, U.S. Public Affairs Practice	

¹Political activity as defined in Section 1(o) of the Act means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other 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.

Burson-Marsteller

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01/07/99

TO: Gilberto Galan
EMBRAER

FROM: Laurie Adler
Burson-Marsteller

SUBJECT: Burson-Marsteller Washington Activities

As discussed, EMBRAER has retained Burson-Marsteller to provide counsel on matters affecting EMBRAER's trade relations with the United States (U.S.). Burson-Marsteller agrees to advise EMBRAER on U.S.-Brazil trade relations as they pertain to the aerospace industry. On behalf of EMBRAER, Burson-Marsteller will contact, as needed, U.S. Government officials engaged in U.S.-Brazil trade relations, Brazilian Embassy officials, aerospace trade media, U.S. suppliers to EMBRAER, as well as EMBRAER's U.S. customers.

We expect this project to encompass one year's time with fees and expenses totaling approximately \$15,000 per month. Richard Mintz, Managing Director, and Laurie Adler, Senior Associate, Burson-Marsteller Public Affairs, will be handling the account.

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