

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 Morgan, Lewis & Bockius 1800 M Street, N.W., Washington, D.C. 20036		2. Registration No. 3794
3. Name of foreign principal MIP Instandsetzungsbetriebe GmbH	4. Principal address of foreign principal Hauptstrasse 17-19 6500 Mains-Mombach Germany	

5. Indicate whether your foreign principal is one of the following type:

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

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.

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

- a) Principal address
- b) Name and title of official with whom the registrant deals.
- 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

Operation of U.S. Army Depots in Europe.

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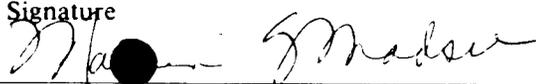
b) Is this foreign principal

- 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.)

See attachment.

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.

Date of Exhibit A 9/29/89	Name and Title Marcia G. Madsen, Esq.	Signature 
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9. Attachment

MIP ("MIP") Instadsetzungsbetriebe GmbH is owned 50 percent by MIP Beteiligungsgellschaft mbH ("MBG"), 40 percent by MIP-Anteilstragergesellschaft mbH ("MAT"), and 10 percent by Mr. Manfred Schultz, one of the Managing Directors of MIP.

MBG is owned by the four managing directors of MIP. MAT is owned by a German attorney, Mr. Lesitokov. In addition, MIP employees participate in the profits of MIP through the ownership of what are, approximately, preferred shares in MBG.

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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 duplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Name of Registrant	Name of Foreign Principal
Morgan, Lewis & Bockius	MIP Instandsetzungsbetriebe GmbH ("MIP")

Check Appropriate Boxes:

- The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach two copies of the contract to this exhibit.
- 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 two copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- The agreement or understanding between the registrant and 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.

We will advise MIP at our normal hourly charges. We can not now estimate the number of hours which will be required. We will be reimbursed for such routine disbursements as long distance phone calls, telex and travel.

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

We have been requested to provide advice to MIP concerning policies, statutes and regulations which apply to foreign companies doing business with the U.S. government overseas.

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SECTION

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

The registrant will promote the implementation of policies by the U.S. government beneficial to the foreign principal and may oppose legislation and regulations not in the foreign principal's interests. Registrant will promote these interests in part (in addition to legal research and consultation) by meeting and speaking with relevant U.S. government personnel and, perhaps, providing written materials to such persons.

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.

Our consultation and advice to MIP may include advice concerning the application of U.S. laws and regulations to contractors doing business with the U.S. government overseas.