

The Jefferson®

G R O U P

AMENDMENT TO AGREEMENT

This amendment and the terms herein shall be considered an accompanying document to the original Agreement between ARMANDO CALDERON SOL-ARENA and THE JEFFERSON GROUP, INC. (TJG), dated August 18, 1993.

Upon successful completion of the Washington, D.C. visit, and payment by ARMANDO CALDERON SOL-ARENA to TJG of the flat project retainer fee of \$10,000.00 plus expenses, TJG will release ARMANDO CALDERON SOL-ARENA from the obligation to pay TJG a flat monthly retainer fee of \$3,000.00 plus expenses for professional services to be rendered by Roxana I. Chahin on behalf of ARMANDO CALDERON SOL-ARENA from November 19, 1993 through May 31, 1994.

Any formal client relationship between Roxana I. Chahin and ARMANDO CALDERON SOL-ARENA will be negotiated by them and will not include any representation or association by TJG.

TJG will maintain accurate records of all staff time work and all out-of-pocket expenditures incurred on behalf of ARMANDO CALDERON SOL-ARENA and, between August 14, 1993 and November 18, 1993. ARMANDO CALDERON SOL-ARENA may examine such records upon reasonable notice and during normal business hours. It is understood that the foregoing does not include TJG salary data, overheads and other internal TJG costs or non-billable expenses.

The confidentiality and proprietary information gained during the term of the relationship up to the visit by Armando Calderon Sol, will be upheld by both parties. TJG will not be held responsible for any act or representations made by ARMANDO CALDERON SOL-ARENA.

This Amendment releases ARMANDO CALDERON SOL-ARENA from TJG's representation beyond November 18, 1993 and the Agreement to continue TJG on a monthly basis for a flat retainer fee. If you concur with the terms set forth above, please signify your acceptance by signing and returning to TJG this Agreement.

THE JEFFERSON GROUP, INC.

By: [Signature]
Robert E. Carlstrom, Jr.
Chairman & Chief Executive Officer

Date: 11-9-93

ACCEPTED:
ARMANDO CALDERON SOL-ARENA:

By: [Signature]
Name: ARMANDO
Title: SOL

Date: 11/18/93

INTERNAL SECURITY
REGISTRATION UNIT
95 MAR 23 1993
DEPT. OF JUSTICE
CRIMINAL DIVISION