

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. One original and two legible photocopies of this form shall be filed for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. 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, D.C. 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. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

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, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant Jefferson Waterman International	2. Registration No. 4990
3. Name of Foreign Principal Government of Bulgaria Ministry of Foreign Affairs (ammendment as of February 1, 1999)	

Check Appropriate Boxes:

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.

The Registrant will advise the above named Foreign Principal on economic, political and commercial matters as they affect the Government of Bulgaria's relationship with the Unite States. In addition, the Registrant will consult from time to time with officials of the US Government, including Members of Congress, and the media on issues and potential legislation which in the judgement of the Registrant, will be conducive to maintaining and strengthening the bonds of mutual trust and friendship that presently exists between the US Government and the Government of Bulgaria.

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

See Number seven

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 ^{XX}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.

The Registrant will attempt to persuade the officials of the US Government including Members of Congress, to work toward strengthening relations between the US and the Government of Bulgaria, in general, and to pursue legislative goals specifically designed to promote greater ties between Bulgaria and the US. Registrant will also communicate with representatives of the media and private groups to stimulate greater understanding and awareness of developments on Bulgaria and US/Bulgarian relations.

Date of Exhibit B March 25, 1999	Name and Title Charles Waterman CEO	Signature 
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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 interests, policies, or relations of a government of a foreign country or a foreign political party.

Retainer Agreement

This Agreement is made between the Ministry of Foreign Affairs of the Republic of Bulgaria (the Client) and JWI, LLC doing business as Jefferson Waterman International.

The Client and JWI have agreed that JWI shall render various professional, strategic counsel and public relations services to assist the Client in communicating its positions and interests and, in general, providing other appropriate advice and assistance. The services may be rendered by JWI on its own proposal after prior approval by the Client or its duly authorized representative or upon specific request by the Client.

The term of the Agreement is for a six-month period commencing from the date of the signing of this Agreement by both parties. It may be extended for successive six-month periods if the parties so agree in writing. Any amendments to this Agreement shall be also agreed upon by the parties in writing.

The Client will pay JWI a retainer fee of One-Hundred and Fifty Thousand US Dollars (US \$150,000) for each six-month term. This fee covers also services rendered by JWI to the Client in relation to visits to Washington by the Minister of Foreign Affairs and the Deputy Minister of Foreign Affairs of the Republic of Bulgaria in September and October 1998 respectively. Payments shall be made in two equal installments over each six-month term, the first installment of \$75,000 due upon signing of this contract and successive installments of \$75,000 being due at successive three (3) month intervals. The only additional expenses charged to the Client will be for foreign travel by JWI officers to and from Bulgaria with the pre-approval of the Ministry of Foreign Affairs.

In connection with its representation, it is understood that JWI, in certain circumstances, may be required under applicable US law, to register its representations of the Client with the United States Government and that JWI will comply with all requirements of US law. In any event, JWI will not disclose without explicit authorization any information which the Client have made known to it in relation to activities undertaken under the present Agreement.

In witness where whereof, the parties have caused this Agreement to be executed by their duly authorized representatives.

Republic of Bulgaria

JWI, LLC

Philip Dimitrov
Ambassador Extraordinary and Plenipotentiary
of the Republic of Bulgaria in the USA

Samuel M. Hoskinson
Executive Vice President

Date