

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 .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, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 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 Baker, Donelson, Bearman & Caldwell	2. Registration No. 5274
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3. Name of foreign principal Republic of Azerbaijan	4. Principal address of foreign principal Embassy of the Republic of Azerbaijan 927 Fifteenth Street, N.W. Suite 700 Washington, D.C. 20005
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5. Indicate whether your foreign principal is one of the following:

- 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 nationality _____

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

- a) Branch or agency represented by the registrant. Republic of Azerbaijan
- b) Name and title of official with whom registrant deals. His Excellency Hafiz Pashayev, Ambassador

7. If the foreign principal is a foreign political party, state: None

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

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COMMUNICATIONS SECTION

8. If the foreign principal is not a foreign government or a foreign political party, None

a) State the nature of the business or activity of this foreign principal

b) Is this foreign principal

Supervised by a foreign government, foreign political party, or other foreign principal Yes No

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

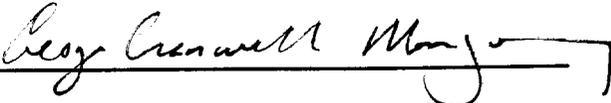
Subsidized in part by a foreign government, foreign political party, or other foreign principal Yes No

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

None

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.

None

Date of Exhibit A	Name and Title	Signature
9/12/98	George Cranwell Montgomery Shareholder	

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.

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

1. Name of Registrant Baker, Donelson, Bearman & Caldwell	2. Registration No. 5274
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3. Name of Foreign Principal
Republic of Azerbaijan

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.
Baker, Donelson, et al. will act on behalf of its client, the Republic of Azerbaijan and its Ambassador, His Excellency Hafiz Pashayev, by advising its officials on legal and political matters and, when appropriate, to contact officials of the legislative and executive branches of the U.S. Government.

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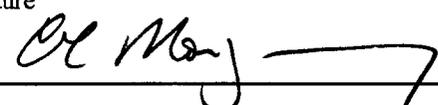
8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Baker, Donelson, et al., will act on behalf of its client, the Republic of Azerbaijan and its Ambassador, His Excellency Hafiz Pashayev, by advising its officials on legal and political matters and, when appropriate, to contact officials of the legislative and executive branches of the U.S. Government.

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.

Baker, Donelson, et al., when appropriate, shall make contacts with the legislative and executive branches of the U.S. Government on behalf of the Republic of Azerbaijan.

Date of Exhibit B	Name and Title	Signature
9/17/98	George Cranwell Montgomery Shareholder	

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.

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September 9, 1998

His Excellency Hafiz Pashayev
Ambassador
Embassy of the Republic of Azerbaijan
927 Fifteenth Street, NW
Suite 700
Washington, DC 20005

Dear Mr. Ambassador:

It was a pleasure to meet with you and Rauf Husseynov to discuss the possibility of our representing the Republic of Azerbaijan. As we discussed, the broad objective of that representation would be the improvement of relations between the Republic and the United States. This is to confirm that we believe that objective to be in the mutual best interests of both countries and that we would be pleased to work with you and on your behalf to achieve it.

Within the broad framework of improving the relationship between the two countries, we identified a number of steps and objectives that will inevitably be major components of the effort. Among these are:

- to visit Baku and meet with President Aliyev to discuss his own views on the improvement of relations and how best to pursue it;
- a communications focus to take full advantage of the Republic's demonstrable commitment to democratization as evidenced by the Presidential elections in October of this year;
- a political strategy to capitalize on Azerbaijan's participation in the various "Silk Road" initiatives, including legislation pending in the United States Congress;
- the marshaling and coordination of the political and public influence of the numerous American corporations that have interests in fostering improved relations between the two countries; and,

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- efforts to support and advise you and your government on specific initiatives, such as the repeal of Section 907 of the Freedom Support Act, Baku-Ceyhan, and possible U.S.-Azerbaijan bilateral agreements that will both improve the relationship and enhance the economic development of your country.

Following the visit with President Aliyev, we will develop a comprehensive plan of action to pursue both the broad and specific objectives enumerated above. We anticipate your active involvement in the formulation, approval and implementation of that plan. With your guidance, we would also incorporate into the plan the involvement of other groups who may be retained by Azerbaijan for the same general purpose.

We propose that the engagement be between the government of the Republic of Azerbaijan and the law firm of Baker, Donelson, Bearman & Caldwell. As an integral part of this agreement, we will coordinate our efforts with The Honorable John H. Sununu to assist the firm on this matter. For these services, we propose a monthly retainer of \$40,000 for an initial period of six months from the effective date of this agreement, which we would propose to be the 9th of September, 1998. Prior to the 9th of March, 1999, we will review the engagement with the purpose of extending its duration and setting the retainer at a mutually agreed amount to reflect our activities and experience over the first six months. Either party may terminate this agreement by provision of notice in writing one month in advance.

If the terms described above and in the attached summary are satisfactory to you, please so indicate by signing the enclosed copy of this letter, and returning the signed copy.

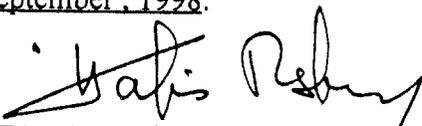
Mr. Ambassador, we look forward to working with you, your President and your Government on this most worthwhile endeavor.

With highest regards and very best wishes,

Sincerely,



Approved this 9th day of
September, 1998.



Hafiz Pashayev, Ambassador