

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.  5074 S.B.
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3. Name of foreign principal Government of Argentina, Ministry of Economy	4. Principal address of foreign principal Hipolito Yrigoyen 250 10th Floor Buenos Aires, Argentina
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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. Government of Argentina, Ministry of Economy
- b) Name and title of official with whom registrant deals. The Honorable Jorge Remes Lenicov

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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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

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

NONE

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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

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Date of Exhibit A	Name and Title	Signature
April 1, 2002	Joan M. McEntee 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. 50745.B.
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3. Name of Foreign Principal  
Government of Argentina, Ministry of Economy

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.  
As described in the letter of engagement, Baker, Donelson, Bearman & Caldwell will advise and assist the Government of Argentina on economic restructuring issues and will work to develop U.S. government and international financial institution support for providing economic and financial assistance to Argentina.

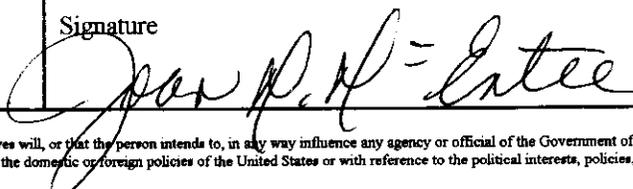
8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

As described in the letter of engagement, Baker, Donelson, Bearman & Caldwell will advise and assist the Government of Argentina on economic restructuring issues and will work to develop U.S. government and international financial institution support for providing economic and financial assistance to Argentina.

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, Bearman & Caldwell, when appropriate, shall make contracts with the legislative and executive branches of the U.S. government and international financial institutions on behalf of the Government of Argentina, Ministry of Economy.

Date of Exhibit B	Name and Title	Signature
April 1, 2002	Joan M. McEntee 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.



Ministerio de Economía  
Secretaría de Finanzas

FAX COVER SHEET

SECRETARY OF FINANCE  
MINISTRY OF ECONOMY OF ARGENTINA

Hipolito Yrigoyen 250, 10<sup>th</sup>. Floor Of 1020 Zip Code C1086AAB  
Telephone Numbers: (54) 11-4349-8116/18 Fax Number: (54) 11-  
4349-5212

DATE: 26<sup>th</sup>. March, 2002

FROM: Lisandro Barry - Secretary of Finance

TO: Joan M. McEntee

FAX #: (202) 508-3402

NUMBER OF PAGES (INCLUDING THIS COVER): 3 (three)

COMMENTS: Signed agreement with the  
Ministry of Economy. -  
Kind regards.

If you received this fax by error, or if any problems occurs  
with transmission, please call: + 5411-4349-8116/8118/

LAW OFFICES  
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REPRESENTATIVE OFFICE

JOAN M. MCENTEE  
E-Mail Address: jmcntee@bdbc.com

March 13, 2002

The Honorable Jorge Remes Lenicov  
Minster of Economy  
Ministry of Economy of the Republic of Argentina  
Buenos Aires, Argentina

Dear Mr. Minister:

We are very pleased to provide this engagement letter for Baker, Donelson's assistance to the Ministry of Economy of the Republic of Argentina.

It is our understanding that Baker, Donelson's assistance will include working with a team of advisors including, among others, the law firm of Covington & Burling and Zemi Communications, to prepare and implement a strategy to represent the Government of Argentina on matters relating to Argentina's needs for an international financial assistance package. Our work will involve developing relationships with the international financial community, and advocating the positions of the Government of Argentina before the international financial institutions, the U.S. Government (including both the Executive Branch and Congress), and with U.S. business groups.

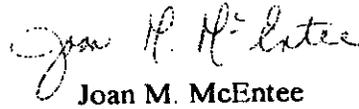
In conducting this work, Baker, Donelson's representatives will include Secretary Lawrence Eagleburger, Francine Lamoriello and myself. We have attached biographical information on each member of our team. Other members of Baker Donelson's International Practice may also be brought in as appropriate. Our professional compensation will be a monthly retainer of \$15,000.00 for a period of twelve months. For the initial month, our fee would be \$22,500 in order to take account of additional costs we will incur as a result of legal filings and other administrative matters. We would require a payment equal to the first six-months' retainer fee at the initiation of our engagement. Subsequent payments will be on a monthly basis, with payment due at the beginning of each month. In addition, you will be billed for direct out-of-pocket expenses, including travel, communications, report productions, etc. The Ministry of Economy would have the right to cancel this engagement after six months, with thirty days notice.

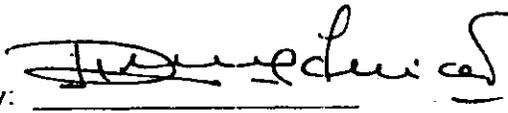
Attached is a document outlining our Terms of Engagement, including details on our billing practices and certain other terms that will apply to our initial and any future engagement. Please

The Honorable Jorge Remes Lenicov  
March 13, 2002  
Page 2

indicate your agreement to this letter and to the attached document by signing below and returning to me at your earliest convenience.

Sincerely,

  
Joan M. McEntee

Agreed by: 

For Ministry of Economy of the Republic of Argentina

Date: \_\_\_\_\_

Attachment