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Public Reporting Burden. Public reporting burden for this collection of information is estimated to average 1.5 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 BUTTERFIELD CARTER AND ASSOCIATES	2. Registration No. 5398
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3. This amendment is filed to accomplish the following indicated purpose or purposes:

- To correct a deficiency in
 - Initial Statement
 - Supplemental Statement for the period ending _____
 - Other purpose (specify) _____
- To give a 10-day notice of change in information as required by Section 2(b) of the Act.
- To give notice of change in an exhibit previously filed.

CRM/CEP/REGISTRATION UNIT
2006 MAY 31 PM 3: 04

4. If this amendment requires the filing of a document or documents, please list-

PLEASE SEE ATTACHED CORRESPONDENCE FOR SUBMISSION OF AMENDED RESPONSE TO ITEM 11 IN FILING FOR PERIOD ENDING DEC 31 '05.

AMENDED APPENDIX A TO EXPLICATE ON BEHALF OF WHICH CLIENT EACH BC&A POLITICAL CONTACT WAS MADE

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. (If space is insufficient, a full insert page must be used.)

APPENDIX A (AMENDED MAY 22 '06) RESPONDS TO BOTH ITEMS 11 AND 12, DETAILING THAT BUTTERFIELD CARTER AND ASSOCIATES: MADE POLITICAL CONTACTS ON BEHALF OF ITS CLIENTS; WHEN AND HOW THOSE CONTACTS WERE MADE; THE NAME OF THE PERSON CONTACTED; THE SUBJECT OF THE MEETING AND THE NAME OF THE CLIENT ON WHOSE BEHALF THE CONTACT WAS MADE.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

22 MAY '06

22 MAY '06

(Type or print name under each signature¹)

R. Jan Butterfield

R. JAN BUTTERFIELD

Gavin J. Carter
GAVIN J. CARTER

1 This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

APPENDIX A (amended May 22 2006)

DATE	MODE	CONTACT	SUBJECT
(1) 6/10/05	telephone	Keith Luse, Sen.For.Rel.	S.Res 99, Sen Lautenberg small cetacean resolution
(2) 6/10/05	telephone	Isaac Edwards Sen. Murkowski	“ “
(3) 6/10/05	telephone	Bill Woolf Sen. Murkowski	“ “
(4) 6/17/05	telephone	David Whaley House Resources Committee	“ “
(5) 6/20/05	telephone	Bill Woolf	S.Con. Res. 55, Sen. Snowe resolution on International Whaling Committee (IWC)
(6) 6/23/05	telephone	Keith Luse	“ “
(7) 6/16/05	telephone	Walker Roberts House International Relations	“
(8) 8/2/05	lunch	Bill Woolf	2007 IWC meeting
(9) 9/15/05	meeting	Michael Green National Security Council	Japan whaling policy
(10) 9/15/05	meeting	Sen. Inouye (D-HI)	“ “
(11) 9/15/05	meeting	Rep. Rehbreg (R-MT)	“ “
(12) 9/15/05	meeting	Sen. Murkowski (R-AK)	“ “
(13) 10/20/05	meeting	David Whaley	“ “

NOTE – meeting number (8) undertaken on behalf of Institute for Cetacean Research.
All others undertaken on behalf of Embassy of Japan