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February 24, 2011

The Honorable John Parisella
Delegate General
Province of Quebec
One Rockefeller Plaza
Suite 2600
New York, NY 10020-2102

Re: Letter about New York Representation

Dear John:

Further to our conversation, enclosed is a letter of engagement that outlines McKenna Long & Aldridge's government affairs work on behalf of the Province of Quebec in New York State. We are pleased that the Province of Quebec ("Quebec") has engaged McKenna Long & Aldridge LLP ("MLA") or (the "Firm") for strategic and government affairs advice and counsel in New York State. Such services may include "Lobbying" under the State Lobbying Act and/or the New York City Administrative Code. The Firm will register with the appropriate agencies if and when necessary.

Our engagement with the Province of Quebec will remain at our current fee schedule of \$10,000 per month with \$5,000 designated to our Washington, D.C. government affairs work and the other \$5,000 towards our New York State government affairs work.

Thank you for the opportunity to continue to work on behalf of the Province of Quebec.

Very truly yours,

Gordon Giffin / ECR

Gordon D. Giffin

Accepted and Agreed this 14th ^{APRIL} day of February, 2011

By: *John Parisella*

Title: DELEGATE GENERAL