

U.S. Department of Justice

Washington, DC 20530

Amendment to Registration Statement Pursuant to the Foreign Agents Registration Act of 1938, as amended

INSTRUCTIONS. File this amendment form for any changes to a registration. Compliance is accomplished by filing an electronic amendment to registration statement and uploading any supporting documents at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. 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, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. 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 in print and online at: <http://www.fara.gov>.

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, Counterespionage Section, National Security 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 Dickens & Madson Canada Inc.	2. Registration No. Not yet assigned 6200
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3. This amendment is filed to accomplish the following indicated purpose or purposes:

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

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4. If this amendment requires the filing of a document or documents, please list:
 Consultancy Agreement with the Government of Cyrenaica, dated December 17, 2013

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.*)

The foreign principal identified in the Initial Statement as "Cyrenaica Transitional Council" ((Items 7 and 12 in the Initial Statement; Item 3 on Exhibit A to the Initial Statement; and Items 3 and 8 on Exhibit B to the Initial Statement) also uses the designation "Government of Cyrenaica." The December 17, 2013 Consultancy Agreement signed by Usama Buera on behalf of "Government of Cyrenaica" submitted with this amendment replaces the December 5, 2013 Consultancy Agreement with Mr. Abdul Hamid El Kezza.

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)

(Print or type name under each signature or provide electronic signature¹)

December 19, 2013

/s/ Ari Ben-Menashe

eSigned

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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.

Dickens & Madson (Canada), Inc.
740 Notre Dame West
Montreal, Quebec, Canada H3C 3X6

17th December 2013

Government of Cyrenaica

CONSULTANCY AGREEMENT

You hereby retain us, and we hereby agree, as more fully set forth below, to lobby the executive and/or legislative branches of the Government of the Russian Federation, the Government of The United States of America and such other governments and/or international institutions and/or political organizations and/or private companies as we may agree upon, on your behalf and also to provide other services, including security services, media services and public relations services, all to assist the devising and execution of policies to attain your objectives, as more fully described below, and subject to the terms and conditions set forth below:

1. Our lobbying services shall consist of maintaining such contacts with the executive and/or the legislative branches of the aforesaid government or governments or other institutions as you shall in consultation with us, deem advisable, in order to urge the institution and/or maintenance of legislative and/or executive policies favorable to you, and the elimination or prevention of such policies unfavorable to you. In particular, we shall strive, among other goals, to gain political recognition for your government from the Russian Federation, to strengthen your military forces by providing you grants for military equipment and training from various governments. In addition, we shall strive to provide you with economic aid by soliciting buyers for your oil when the need arises as well as tankers for the transport of oil. We shall also strive to assist you in developing your private sector activity both locally and internationally.

2. The services noted above shall be conducted by us if and only to the extent that they are mutually agreed upon, and only to the extent allowed by law, and in particular, but without limitation, only to the extent that all activities conducted by us can be, and are, in compliance with any and all laws and regulations relating to lobbying for, representing and providing services to a foreign entity, including registration and disclosure.

3. The other services cited by us above, shall, to the extent mutually agreed upon, include security advice, regional and international foreign policy advice, with the intention of pacifying the region and achieving economic and political stability; media and public relations, assistance in providing key personnel and development assistance, as may be appropriate.

4. Our fee for the services described above shall be two million (US \$2,000,000.00) US dollars payable upon the signature of this agreement by both parties, by wire transfer to the following account:



5. Any normal out-of-pocket disbursements shall be our responsibility; and the payment of any unusual out-of-pocket disbursements shall be as mutually agreed upon.

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5. We will keep you fully advised of all our efforts on your behalf.

7. We shall develop a series of guidelines within which we shall have the discretion to act on your behalf, subject always to your specific instructions.

8. We shall exert reasonable efforts to secure favorable legislative and/or executive policies and services, including, without limitation, the specific items noted in paragraphs 1 and 3 above. You are aware, however, and understand, that it is not possible or lawful in these fields to guarantee any particular results. In order to enable us to serve your interests effectively, considering the foregoing, you agree to cooperate with us fully and to furnish us with necessary information as promptly as possible.

9. The term of this agreement shall be for one (1) year, renewable upon mutual agreement.

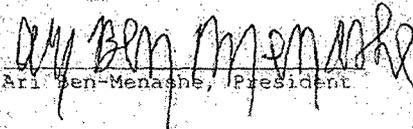
10. This letter of agreement sets forth our entire understanding.

If the foregoing correctly sets forth our agreement, please so indicate by countersigning below. This letter shall then constitute a binding agreement between us.

Dated as of 17th of December 2013.

Confirmed and accepted for:

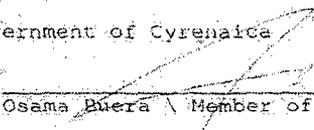
Dickens & Madson (Canada), Inc.

By: 
Ari Ben-Menashe, President



Confirmed and accepted for:

Government of Cyrenaica

By: 
Osama Buera, Member of the Transitional Council