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DEPT. OF JUSTICE  
JAN 22 10 09 AM '76  
RECORDS & COMM. DIVISION

EXHIBIT A  
TO REGISTRATION STATEMENT

Under the Foreign Agents Registration Act of 1938, as amended

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 <b>DEVELOPMENT COUNSELLORS INTL. LTD. 20 East 46 Street - Suite 901 New York, N. Y. 10017</b>	2. Registration No. <b>1421</b>
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3. Name of foreign principal <b>Newfoundland Dept. of Industrial Development</b>	4. Principal address of foreign principal <b>St. John's, Newfoundland, Canada</b>
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5. Indicate whether your foreign principal is one of the following type:

- Foreign government (**Canadian Province**)
- Foreign political party
- Foreign or  domestic organization: If either, check one of the following:
  - Partnership  Committee
  - Corporation  Voluntary group
  - Association  Other (specify) \_\_\_\_\_
- Individual - State his nationality \_\_\_\_\_

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

a) Branch or agency represented by the registrant. **same as above**

b) Name and title of official with whom registrant deals. **Rick Emberley  
Promotions Officer**

7. If the foreign principal is a foreign political party, state:

a) Principal address **N/A**

b) Name and title of official with whom the registrant deals.

c) Principal aim

8. If the foreign principal is not a foreign government or a foreign political party,

**N/A**

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

*Terminated  
7-20-87*

b) Is this foreign principal

**NOT APPLICABLE**

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 whole 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 may be used.)

**NOT APPLICABLE**

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.

**N/A**

Date of Exhibit A	Name and Title	Signature
1/16/76	Emanuel T. Ellenis, V. P.	<i>Emanuel T. Ellenis</i>

Form DJ-304 RECEIVED  
(Rev. 3-30-67) DEPT. OF JUSTICE  
JAN 22 10 09 AM '76  
REGISTRATION UNIT  
CRIMINAL DIVISION

Budget Bureau No. 43-R435  
Approval Expires Oct. 31, 1976

UNITED STATES DEPARTMENT OF JUSTICE  
Washington, D.C. 20530

EXHIBIT B

TO REGISTRATION STATEMENT  
Under the Foreign Agents Registration Act  
of 1938, as amended

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. This form shall be filed in duplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Name of Registrant	Name of Foreign Principal
DEVELOPMENT COUNSELLORS INTL. LTD.	NEWFOUNDLAND DEPT. OF INDUSTRIAL DEVELOPMENT

Check Appropriate Boxes:

- The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach two copies of the contract to this exhibit.
- There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach two copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- The agreement or understanding between the registrant and 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 the expenses, if any, to be received.
4. Describe fully the nature and method of performance of the above indicated agreement or understanding.

To publicize Newfoundland's investment climate in the United States via press releases, television appearances by provincial officials, also to arrange for promotional luncheons in key U.S. business centers.

Term'd  
7-20-87

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


**DOI publicises Newfoundland in the U.S. business press to encourage American companies to invest funds in joint ventures and in all related industries.**

**Our main approach is to write press releases and on occasion arrange interviews for visiting Newfoundland Government officials in industrial development.**

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act?<sup>1/</sup> 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.

**not applicable**

Date of Exhibit B	Name and Title	Signature
1/16/76	Emanuel T. Ellenis, V. P.	

<sup>1/</sup> Political activity as defined in Section 1(o) of the Act means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other 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 or public interests, policies, or relations of a government of a foreign country or a foreign political party.

Development Counsellors International Ltd.  
20 East 48 Street  
New York, New York 10017  
Murray Hill 7-1383

June 11, 1975

Mr. R.W. Emberley  
Director of Development & Promotion  
Department of Industrial Development  
Government of Newfoundland and Labrador  
Phillip Square  
St. John's, Newfoundland, Canada

Dear Rick:

This letter of agreement between Development Counsellors International Ltd. and the Newfoundland Department of Industrial Development, is based on our proposal to you dated April 21, 1975 outlining a U.S. promotion and public relations program for fiscal 1975-76, as well as our meeting yesterday in St. John's.

1. Development Counsellors will plan and implement the program outlined in the April 21 proposal with the exceptions of projects 8 & 9, which may be considered as separate assignments during the upcoming year.
2. The period of the agreement is for one calendar year beginning June 1, 1975 and terminating May 31, 1976.
3. For this program of U.S. promotion, Development Counsellors will receive an annual fee of U.S. \$40,000 plus an additional U.S. \$2,500 for out of pocket expenses which will be billable as incurred and supported by invoices whenever possible.
4. Development Counsellors is to be paid at the rate of U.S. \$3333.33 per month for retainer fee services upon a submission of an invoice by DCI to the Newfoundland Department of Industrial Development.

The DCI team look forward to implementing this program and will work as hard on it as did on the 1974-75 program which we believe was quite successful.

Please signify your acceptance of this agreement by signing the carbon copy of this letter and returning it to me.

Sincerely,

*Manny Ellenis*  
Manny Ellenis  
ME:inc

Term id  
7-20-89

AGREED: *R.W. Emberley*

Date: 17/6/75