

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 Ruder Finn, Inc. 301 East 57th Street New York, NY 10022	2. Registration No. 1481
3. Name of foreign principal Fondazione Umberto Severi	4. Principal address of foreign principal Via Carlo Marx, 138 41012 Carpi (Modena) Italy

5. Indicate whether your foreign principal is one of the following type:

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

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

- a) Branch or agency represented by the registrant.
- b) Name and title of official with whom registrant deals.

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

- a) Principal address
- 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,

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

Private Foundation

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b) Is this foreign principal

- 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.)

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.

The foreign principal is an organization owned and controlled by
Fondazione Umberto Severi

Date of Exhibit A	Name and Title	Signature
April 20 '93	Philippa Polshin President	

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 triplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda 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 is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney General transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

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, D.C. 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503.

Name of Registrant	Name of Foreign Principal
Ruder Finn	Fondazione Umberto Severi

Check Appropriate Boxes:

- 1. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach three copies of the contract to this exhibit.
- 2. 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 three copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 3. 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 the expenses, if any, to be received.

4. Describe fully the nature and method of performance of the above indicated agreement or understanding.

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Promotion of Foundation and distribution of written materials

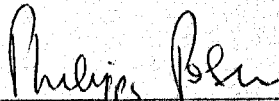
5. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Ruder Finn has begun a dialogue with cultural institutions, art patrons and collectors, business leaders with art collections and universities here in the United States on behalf of the Umberto Severi Foundation and its art collection with the aim of establishing a cultural exchange.

Our work involves the distribution of written materials describing the Foundation's art collection comprised of paintings and sculptures and two books on the history of the collections and the cities they are housed in. The aim is to promote the Foundation as a living cultural center and a site for travelers to visit.

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

Date of Exhibit B	Name and Title	Signature
x April 16, 93	x Philippa Boblin President	x 

¹Political 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.



RUDER·FINN

December 30, 1992

Mr. Umberto Severi
Fondazione Umberto Severi
Via Carlo Marx, 138
41012 Carpi (Modena)
Italy

Dear Umberto:

We are writing this letter as a follow-up of our meeting on Monday, December 28, during which we discussed various ideas as to how best to develop a relationship or partnership with an American organization which will assure the future of your Foundation as you envision it. We agreed to write a specific proposal outlining our recommendations and describing precisely how we plan to work with you in the coming months.

First, we would like to congratulate you on the films that you showed us. They are an ideal counterpart to the books you have published so far, as well as those you have in mind for the future. They show graphically and convincingly the scope of the collection as well as the environments you have created. There is no doubt that these films will be of great help in introducing the Foundation to individuals we plan to talk to on your behalf.

The opportunity you are offering to an American organization is truly fabulous -- perhaps unprecedented. In the course of the meeting we had on Monday Jeff asked if we had had experience with a project exactly like yours; the truth is I don't think there has ever been anything quite like it. As we explained, the closest we could think of was Villa I Tatti in Settignano, Bernard Berenson's home, library and gardens which were given to Harvard some decades ago as a study center for scholars doing research on the Renaissance; but even this was quite different from your Foundation. We have no doubt that you will be making history with whatever arrangement is finally worked out.

We understand that you want to develop a plan that will most effectively establish your Foundation as a dynamic and living cultural center. In time it should become known as a unique site for travelers to visit. You cannot accomplish this on your own -- although you and Giovanna have accomplished the phenomenal feat of building what is clearly a fabulous collection by yourselves. That is why you feel you need a partner to achieve your goal.

Finding the right partner is not going to happen overnight, but you have intimated that you would like to have worked out a satisfactory arrangement within the next few years. We believe that this is a realizable target.

What we have recommended to you towards that end is a one year agreement with Ruder Finn during which time we will explore all possible avenues for establishing the kind of relationship you are seeking with an American organization. We cannot promise you that you will have the answer by the end of that year, but we feel confident that we will have developed concrete and serious possibilities for you to consider by that time -- and also that we will have made known to leaders in the art, educational and corporate worlds that the Severi Foundation is a distinguished and important institution and collection, and one which would be a great boon to any organization in America that can work out a satisfactory partnership. In other words, either we will have actually established the basis for such a partnership or will have done the groundwork that will make such a partnership possible to achieve in the future.

In our conversation we explained that there were three different avenues that should be explored -- museums, universities, and corporations. We intend to pursue all of them.

We feel that the most promising may prove to be universities since more and more of them are developing art collections and museums on their own campuses. A number of them have already developed special programs involving Italian studies. Besides Harvard at Settignano and Johns Hopkins in Bologna, Columbia University last year established an Italian Institute in New York devoted to Italian studies. The Italian government made a grant of some \$13 million to Columbia for the Institute, which launched its program with an international conference on Cicero attended by the President of Italy (for which, incidentally, Ruder Finn handled the public relations).

Part of our job will be to make sure that the top people at major universities in America are told about the Severi Foundation, and that possible ways of establishing a relationship are explored wherever there is an expression of interest. This includes Ivy League universities -- Harvard, Yale, Princeton, Columbia, Brown, Pennsylvania, Chicago, Stanford. Many other universities which have involvements with the arts will also be approached -- such as UCLA, Texas, Washington, Wesleyan, NYU, North Carolina. We will arrange meetings with the appropriate people at these and other institutions in a systematic way and give you regular reports and analyses about our discussions.

One of the ideas we will be exploring will be the kind of Conference Center that Columbia has worked out with Arden House (the 400 acre estate given by Averell Harriman, which has been designated as a Henry Moore Reserve with major sculptures on permanent loan from

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the Henry Moore Foundation (arranged by Ruder Finn). But another might be a conference center with its own board of directors like Aspen Institute in Aspen Colorado, or the American Academy in Rome. The university world is quite familiar with such projects, and we may well come up with a unique plan for the Severi Foundation as a result of our meetings.

The second area to be explored -- in parallel fashion -- will be the museum world. Here we want to be sure that the top people of major museums in America become familiar with the Severi Foundation and its collection. We plan to meet with them individually in the coming months to show them the film and the books you have published, and to explain your long-range plans which we will frame into a basic statement appropriate to the task. This includes the Guggenheim, the Metropolitan, the Museum of Modern Art, the National Gallery of Art, the Chicago Art Institute and museums in Philadelphia, Boston, San Francisco, Los Angeles, Dallas, Houston, Cleveland, St. Louis, etc. They will not all be potentially interested in the Foundation, but we want them to know about it. The museum world is a small and intimate one, and the top people have many occasions to talk to each other and share information about future plans. By making sure that the key people know about the Severi Foundation, we will be giving the museum world the best chance to turn up a potential partner.

The third area we will explore is corporations -- concentrating on those involved in the arts. We told you about the Business Committee for the Arts which was founded by David Rockefeller 25 years ago. This includes the 100 companies that are most involved in the arts, and they are responsible for many projects aimed at encouraging such relationships, (like the recent conference on "Business-Arts Alliances in the 1990's, Challenges and Change"). I have been on the board of the BCA for years (and am presently its Treasurer), and am in a position to find the best way to familiarize its members with the Severi Foundation. I have also written extensively on corporate involvement with the arts, most recently in an article on the role of sculpture in the corporate environment for the magazine of The Conference Board. We also were responsible for the unique loan of 25 large Henry Moore sculptures to New York City for a one year project in public parks -- by a businessman, George Ablah, from Wichita, Kansas, as well as the establishment of a Henry Moore Sculpture Garden in Kansas City, made possible by the Hall Family Foundation (of Hallmark, Inc.)

As we explained to you in our meeting, we do not believe that a partnership with a corporation will prove to be your most promising opportunity, but we do feel that some creative ideas for working with the business community may develop through conversations with its leaders.

In addition to these three phases of the program we are recommending, we would like to explore some means by which attention may be drawn to the Severi Foundation in the future. An example of such an idea

would be an exhibition of your Arturo Martini sculptures which might be arranged at the Italian Cultural Institute in New York. At such an exhibition, the film could be shown, books would be prominently displayed, and there would be a reception at which you, Umberto, could tell important guests about the Foundation. There would also be publicity about the exhibition which would be helpful. Another idea we discussed would be the possibility of arranging a conference in Carpi of business leaders -- either the BCA itself, or the Young Presidents Organization, or the World Business Council, or perhaps some academic group. This would not only bring important people to see the collection, but also be the basis for some valuable publicity about the Foundation. If any of those prove to be viable, separate budgets and timetables would have to be established for them.

There may be other aspects of the program that will be carried out over the course of a year. Thus, for instance, every time you come to New York arrangements should be made for you to meet with important people to tell them the story of the Foundation -- this may include people from universities, museums or corporations with whom we have been in touch, or it may be members of the press who might be interested in hearing about the Foundation. X

The first step, as we see it, will be to prepare a written statement about the Foundation, its history, its scope, its long term goals and the kind of partnership it is seeking. This will include some of the information in your publications, but we want also to include details about the two locations, something about your own background, and an indication of the kind of role the Foundation could play in the future when the right kind of auspices are worked out. In the next few days we will prepare a list of questions for you to answer to enable us to have all the information we need for this purpose. X

Once we have prepared such a statement and you have approved it, we will be in a position to begin our meetings, and we will schedule them on a weekly basis. There will be several people on our staff involved, some of whom you have met, but I want to assure you that our efforts on your behalf will be entirely under my personal supervision. I am immensely excited by what you have accomplished in your Foundation and want to be sure that we use our fullest resources to help you achieve your goals.

Our proposal is for you to agree to a monthly fee of \$7,000 payable at the beginning of each month, starting immediately since we are ready to move forward without delay. In addition to this there will be some expenses -- for travel within the U.S. to meet with various individuals, for preparing the right kind of presentation based on our written description, for miscellaneous costs such as telephone, etc. In addition we anticipate there will be some travel to Italy, by our staff as well as by people we talk to who are interested in the prospect of working out an arrangement with you. These will be billed as incurred. It is difficult to estimate how much this will amount to over the course of a year, but we would recommend that

a budget of \$30,000 be established to cover these costs. We may actually spend less than that, but if it should turn out during the course of the year that funds beyond this budget might be required, we will not incur any further expenses without your express approval.

It will be our plan to keep both you and Jeff informed on a continuing basis of our progress, and we will deliver regular written reports on our progress so that you can keep posted on our activities. Also as the year end approaches, we will meet with you to assess what has been accomplished and to see whether any future work on your behalf might be called for.

We hope you will feel that this proposal is on target. We are eager to be of service to you on what we believe will be a most significant project.

Regards,

David Finn

DF:rl

cc: J. Posner

See P. Peterson

This letter contains the entirety of the understanding between the parties; any changes must be made by the parties in writing.

Agreed and Accepted, December 30, 1992

1. David Finn, for Ruder Finn Arts and Communications Counselors, Inc.



2. Umberto Severi, for Fondazione Umberto Severi

