

Furnish this exhibit for EACH foreign principal listed in an initial statement
and for EACH additional foreign principal acquired subsequently.

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| 1. Name and address of registrant Rogers & Wells 1737 H Street, N.W. Washington, D.C. 20006 | 2. Registration No. 3428 |
| 3. Name of foreign principal Swissair | 4. Principal address of foreign principal 8058 Zurich Airport Zurich, Switzerland |

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) _____
- 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 Commercial Airline

TERMINATED
DATE 6-10-86

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

See item 10 below

9. Explain fully all items answered "Yes" in Item 8(b). *(If additional space is needed, a full insert page may be used.)*

See item 10 below

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. Private shareholders, many of whom are Swissair employees, own a 75% interest in Swissair. Various governmental entities in Switzerland (Federal and local) hold the remaining 25% of the shares.

Date of Exhibit A
February 25, 1986

Name and Title
Eugene T. Rossides, Partner

Signature


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 |
|--------------------|---------------------------|
| Rogers & Wells | Swissair |

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. In the course of oral conversations, Rogers & Wells has been retained to provide legal services at its current hourly rates plus costs necessary to represent Swissair in connection with obtaining authority to provide air service to Atlanta and Houston.

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

See answers to questions 3 and 5.

INTERNAL SECURITY
REGISTRATION DIVISION
FEB 26 12 01 PM '86
U.S. DEPARTMENT OF JUSTICE
CRIMINAL DIVISION

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DATE 6-10-86

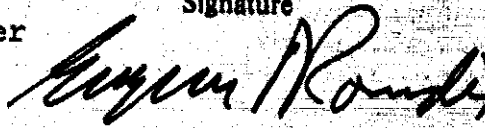
5. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Registrant provides legal advice and representation to Swissair with regard to its application for additional landing points in the U.S. which are the ongoing subject of negotiations between the United States and Switzerland regarding modification of the U.S.-Swiss Air Services Agreement of 1945.

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

Registrant is not attempting to change U.S. policy but rather is attempting to assure that it receives additional landing rights, the granting of which it believes to be consistent with U.S. policy.

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| Date of Exhibit B February 25, 1986 | Name and Title Eugene T. Rossides, Partner | Signature  |
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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.