

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 Preston, Thorgrimson, Ellis & Holman 2000 IBM Building, P.O. Box 2927 Seattle, WA 98111 | 2. Registration No. 3567 |
| 3. Name of foreign principal Unionpesca | 4. Principal address of foreign principal c/o Surgelati Tontini Pesca s.p.a., Via Molo Innocenziano 32 Anzio, 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

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.

b) Name and title of official with whom registrant deals. N/A

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. N/A

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

Unionpesca is an organization of Italian fishing vessel owners which represents the companies' common interests in fishing operations conducted in various fisheries jurisdictions throughout the world.

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b) Is this foreign principal

- Owened 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.)

Unionpesca is an organization comprised of six Italian fishing companies which own distant water fishing vessels engaged in fishing operations in various parts of the world. These individual companies together direct, control, own and finance Unionpesca's activities. Funding and control is on a pro-rata basis tied to the level of each company's fishing operations. Vessel owners receive certain government benefits which could be considered a partial subsidy of their operations.

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.

| | | |
|------------------------------|---|--------------------------------------|
| Date of Exhibit A 3/18/85 | Name and Title William N. Myhre, Partner | Signature <i>William N. Myhre</i> |
|------------------------------|---|--------------------------------------|

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 |
|--------------------------------------|---------------------------|
| Preston, Thorgrimson, Ellis & Holman | Unionpesca |

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.

The representation of Unionpesca is expected to consist of legal counselling with respect to the application of U.S. laws to foreign fishing operations in the United States fishery conservation zone. In addition to legal research and the preparation of memoranda, correspondence, etc. it is expected to involve communications with officials from the Commerce Department (National Marine Fisheries Service), Regional Fishery Management Councils and the Department of State (Office of Fisheries Affairs). In addition, we anticipate monitoring activities in other agencies and Congress to the extent that foreign fishing vessel operations may be affected.

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

To the extent the legal research and counselling described in Item #4 identifies problems which require action by U.S. government agencies, we anticipate meeting with and talking to the responsible officials to work out a solution. This may well involve the submission of correspondence or other written materials, and will almost certainly involve telephone communications. The Departments of Commerce, State and Transportation all are involved in regulating the operation of fishing vessels in U.S. waters. Our activities as foreign agents will in large part be responsive to activities of the U.S. government which affect the economic success of Unionpesca's fishing operations in the U.S.

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.

The policies and other matters in which we would anticipate being involved concern the allocation of fisheries resources to foreign nations and the promulgation of rules and procedures governing vessel operations while in U.S. waters. The anticipated means to be used are primarily oral and written communications to educate the decision makers as to the nature of Unionpesca's operations.

Date of Exhibit B

3/18/85

Name and Title

William N. Myhre, Partner

Signature

William N. Myhre

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.

LAW OFFICES OF

PRESTON, THORGRIMSON, ELLIS & HOLMAN

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March 7, 1985

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Mr. Ervio Dobosz
Unionpesca
c/o Surgelati Tontini Pesca
s.p.a.
Via Molo Innocenziano, 32 Anzio (Rome)
Italy

Mr. Daniel M. Cohen
Sea Harvest Inc.
985 Ocean Drive
P.O. 555
Cape May, NJ 08204

Gentlemen:

It was a pleasure seeing both of you again in New York last week and to discuss the joint venture and directed fishing plans for the coming season. Pursuant to those conversations, we are writing to confirm our representation of Unionpesca.

As we discussed, our firm's role will include general Washington counselling and representation, particularly before the National Marine Fisheries Services, and Department of State. This representation will concern fishing activities of Italian vessels and joint venture operations in the United States Fishery Conservation Zone.

Representation of Unionpesca will necessitate our registering as foreign agents under the Foreign Agents Registration Act. This will mean detailed reporting requirements with which this firm must comply and a disclosure statement as to the firm's status as registered agent to be made on all written materials distributed to government decision-makers.

As agreed, you will be billed for this service on a monthly retainer basis of \$2,000 per month for legal fees, plus expenses. As we also agreed, in the event that any single project requested of the firm involves a substantial time commitment, we will handle the matter outside of the retainer arrangement. In such case, we would anticipate billing the matter at our normal hourly rates, but would of course discuss this in full with you prior to commencing that representation.

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We also wish to confirm that while representing Unionpesca, we may also, from time to time, perform additional work for Sea Harvest Inc. which shall be undertaken on a project-by-project basis. In the event that such a project creates the potential for a conflict with the interests of Unionpesca, such representation will be approved by both parties in advance.

We are enclosing duplicate original letters to each of you and request that you each sign the letter and return to us at your earliest convenience.

We look forward to our continued association during this fishing year and in the future.

Very truly yours,

PRESTON, THORGRIMSON,
ELLIS & HOLMAN

By: *William N. Myhre*
William N. Myhre

Agreed to:

Ervio Dobosz

Daniel M. Cohen