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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, 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.

1. Name of Registrant BSMG Worldwide	2. Registration No. 3911
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3. This amendment is filed to accomplish the following indicated purpose or purposes:

- To correct a deficiency in
 - Initial Statement
 - Supplemental Statement for 11/30/98
(12/1/98)
- To give a 10-day notice of a change in information as required by Section 2(b) of the Act.
- Other purpose (specify) _____
- To give notice of change in an exhibit previously filed.

031697

4. If this amendment requires the filing of a document or documents, please list-

N/A

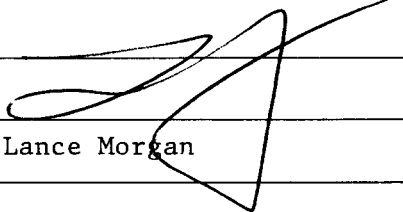
5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. If more space is needed, full size insert sheets may be used.

N/A

99 JAN 13 AM 11:03
DEPT OF JUSTICE/REGISTRATION UNIT

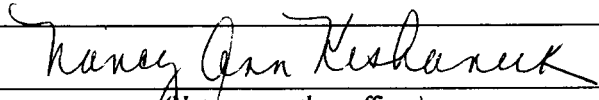
The undersigned swear(s) or affirm(s) that he has *(they have)* read the information set forth in this amendment and that he is *(they are)* familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his *(their)* knowledge and belief.

(All copies of this amendment shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)


Lance Morgan

Subscribed and sworn to before me at Washington, DC

this 11th day of January, 19 99


(Notary or other officer)

My commission expires 10/31/2001

BSMG Worldwide
1501 M Street, N.W., #600
Washington, D.C. 20005

Registration Number 3911

Amendment for Supplemental Filing of December 1, 1998
This information had not been compiled at time of original filing.

14 (a) Receipts of Monies

During this 6 month period, have you received from any foreign principal named in Items 8, 9 and 10 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise? Yes

ITEM 14 (a)

Fees reported on original filing for 6/1/98-11/30/98:		\$1,012,229.50
Additional fees this amendment:		
11/98	Gov't of Bahamas	\$57,097.50
	Kazakhstan 21 st Century Foundation	56,610.00
		113,707.50
Grand total fees, 6/1/98-11/30/98		\$1,125,937.25

15. (a) Disbursements - Monies

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 8, 9 and 10 of this statement? Yes

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PRM/ISS/REGISTRATION UNIT

ITEM 15 (a)

KAZAKHSTAN 21st CENTURY FOUNDATION

<u>DATE TO WHOM</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
11/98 Agency	Reimburse Expenses	
	Supplies	\$ 380.34
	Research	9.68
	Information Services	100.00
	Local Transportation	997.55
	Overnight Courier	2,297.62
	Telephone	428.68
	Messenger Service	40.87
	Photocopy	354.60
	Facsimile	1,266.82
	Photography	2,239.60
	Video/Sound Services	14,118.00
	Staff Meals	688.42
	Postage	2.38
	Airfare refund	(3,234.39)
	Room Rental/Catering	1,039.37
	Roundtrip airfares, N. Lattimore (11/15-11/18/98), G. Patterson (11/15-11/21) and C. Dixon (11/15- 11/21), Washington, DC/Alma Ata, Kazakhstan, to meet with client	10,107.00
	Lodging while in Kazakhstan, 11/17-11/20/98, for G. Patterson, C. Dixon, R. Akhmetshin, A. Kazhegeldin and N. Lattimore	4,763.75
	Lodging while in Washington, DC, A. Kazhegeldin, 10/26-10/29/98	1,804.54
Total Kazakhstan 21 st Century Foundation expenses this amendment, 11/98 \$37,404.83		
Total Kazakhstan expenses reported on original filing for 6/1/98-11/30/98 71,171.48		
Total expenses for Kazakhstan For 6/1/98-11/30/98 \$108,576.31		

GOVERNMENT OF THE BAHAMAS

<u>DATE TO WHOM</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
11/98 Agency	Reimburse Expenses	
	Photography	300.44
	Research	654.68
	Local Transportation	1,372.90
	Staff Meals	333.14
	Overnight Courier	3,617.19
	Telephone	5,470.99
	Messenger Service	154.53
	Photocopying	2,924.98
	Facsimiles	355.50
	Clipping Service	1,667.73
	PIMS	222.60
	Airline Credit	(449.00)
	Samsonite In-Store Promotion	25,000.00
	FARA Reporting Fee	305.00
	Video Tapes	3,848.85
	Film Editing	2,025.00
	Slide Duplication	62.19
	Press Releases	473.86
	Color Copies	240.00

Following travel was for marketing/public relations purposes; to coordinate Bahamian Government and travel writers activities; participate in McDonald's Promotion; attend National Weather Association conference; attend ATF meeting; participate in visiting journalist program; to update Fodor's 2000; and to meet with client:

Roundtrip New York/Bahamas:

K. Viola, M. Viola, 5/2-5/9/99	1,228.00
A. Schnoor, 10/28-11/4/98	522.41
W. Hoffman, 11/98	295.00

Roundtrip airfares, New York/London, England, to meet with client:

R. Mack, 11/11-11/19/98	1,367.70
A. Zerrudo, 11/12-11/19	848.95

Roundtrip airfares, Ft. Lauderdale, FL/Bahamas, to meet with client:

S. Gautami, 12/4-12/7/98	208.00
K. Colbon, 12/4-12/7	208.00
S. Taylor, 10/26-11/1	226.00
11/4-11/9	334.00

Roundtrip airfares, P. & W. Adams, Pasco, WA/Bahamas, 11/14-11/23/98	1,593.14
Roundtrip airfare, R. Mack, New York/Ft. Lauderdale, FL, 10/27-10/29/98	692.00
Roundtrip airfares, K. Woods, C. Ryan, N. Ogura, S. Margaritas, Toronto, Canada/Bahamas, 12/5-12/9/98	2,732.00
Roundtrip airfares, K. Farnsworth & R. Anderson, Philadelphia, PA/Bahamas, 11/20-11/24/98	880.00
Roundtrip train fares, A. Baker, New York/Albany, NY, 10/5/98	70.00
Roundtrip airfare, A. Zerrudo, New York/Oklahoma City, OK, 10/17-10/19/98	1,432.00
Airfare, V. LoCascio, Washington, DC/New York, 11/5/98	147.00
Purchase of 110 roundtrip tickets, New York/Bahamas, for McDonalds Promotion to be used in 1999	55,000.00
Lodging while in Bahamas, A. Schnoor, 10/28- 11/3/98	378.64

Total Bahamas expenses this amendment, 11/98	\$116,743.42
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Total Bahamas expenses reported on original filing for 6/1/98-11/30/98	166,831.99
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Total expenses for Bahamas for 6/1/98-11/30/98	\$283,575.41
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Grand Total Expenses Reported on Original Filing For 6/1/98-11/30/98	\$295,210.99
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Additional expenses this amendment:

Gov't of Bahamas	\$116,743.42	
Kazakhstan 21 st Century Foundation	37,404.83	154,148.25

Grand total expenses, 6/1/98-11/30/98	\$449,359.24
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