U.S. Department of Justice
Washington D.C. 20530

Amendment to Registration Statement OMB No. 1105-0004
Pursuant to the Foreign Agents Registration Act of 1938, as amended

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 Genreral 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 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	2. Registration No.
Warren and Company	4545

3. This amendment is filed to accomplish the following indicated purpose or purposes:

☐ To correct a deficiency in

☐ Initial Statement

☐ Supplemental Statement for _____

☐ 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.

4. If this amendment requires the filing of a document or documents, please list-
Contract between the registrant and The Schmertz Company, Inc. (#4161) as attached.

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.

This document amends Item #3 of Exhibit B to the Warren and Company Registration Statement filed on July 23, 1991 that contract having expired on December 31, 1991.

Signed copy of contract is attached.

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DEPT. OF JUSTICE
CRIMINAL DIVISION
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INTERNAL SECURITY
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.

Betsy R. Warren

(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.)

Subscribed and sworn to before me at Washington, D.C

this 13th day of August ,19 92

Betsy R. Warren

Jayne L. Walker

(Notary or other officer)

My Commission Expires June 14, 1993

My commission expires _____

*U.S. GPO: 1991-300-811/49217

WARREN AND COMPANY
2001 PENNSYLVANIA AVENUE, N. W.
SUITE 600
WASHINGTON, D. C. 20006
(202) 466-3916

BETSY R. WARREN

March 3, 1992

Dear Herb:

Following up on our conversation, I am writing to set forth the understanding upon which **Warren and Company** will represent the Government of the Republic of Greece on behalf of *The Schmertz Company, Inc.*, as a consultant in federal government affairs.

Warren and Company will concentrate on issues of interest to Greek-U.S. relations with the objective of achieving a better understanding in the United States of the nature and importance of these issues.

Warren and Company will represent the Government of the Republic of Greece on behalf of *The Schmertz Company, Inc.*, on a monthly basis beginning March 1, 1992 for a fee of $5,000 per month. This agreement is expected to conclude August 31 of this year unless additional arrangements are made. **Warren and Company** will bear responsibility for all normal expenses incurred in its representation and will not incur any extraordinary and reimbursable expenses without prior authorization.

Since it is clear that my efforts are in furtherance of the interest of a foreign principal, I am registered under the Foreign Agents Registration Act of 1938 as amended (#4545). In addition, since my efforts extend to influencing legislation within the meaning of the Federal Regulation of Lobbying Act (60 Stat. 839), I am registered with and report to the Congress under the provisions of that Act or of any successor legislation.

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If this understanding is in keeping with our conversation and otherwise meets with your approval, please sign and return the original copy of this letter to me.

Sincerely,

Betsy R. Warren

Mr. Herb Schmertz
The Schmertz Company, Inc.
1185 Avenue of the Americas
Eighth Floor
New York, NY 10036

Accepted by: Herbert A Schmertz Date: March 19, 1992