

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials 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 of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the Administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 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, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

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 <i>THE LIVINGSTON GROUP, LLC 499 S. CAPITOL ST., SW, #600 WASHINGTON, DC 20003</i>		2. Registration No. <i>#5356</i>
3. Name of foreign principal <i>THE MINISTRY OF FOREIGN AFFAIRS OF THE REPUBLIC OF AZERBAIJAN</i>	4. Principal address of foreign principal <i>MINISTRY OF FOREIGN AFFAIRS BAKU, AZERBAIJAN - AS REPRESENTED BY EMBASSY OF AZERBAIJAN 2741 34th ST., NW WASHINGTON, DC 20008</i>	
5. Indicate whether your foreign principal is one of the following:		
<input checked="" type="checkbox"/> Foreign government		
<input type="checkbox"/> Foreign political party		
<input type="checkbox"/> Foreign or domestic organization: If either, check one of the following:		
<input type="checkbox"/> Partnership		
<input type="checkbox"/> Corporation		
<input type="checkbox"/> Association		
<input type="checkbox"/> Individual-State nationality _____		
<input type="checkbox"/> Committee		
<input type="checkbox"/> Voluntary group		
<input type="checkbox"/> Other (specify) _____		
6. If the foreign principal is a foreign government, state:		
a) Branch or agency represented by the registrant. <i>MINISTRY OF FOREIGN AFFAIRS</i>		
b) Name and title of official with whom registrant deals. <i>AMBASSADOR OF AZERBAIJAN TO THE U.S. H.E. HAFIZ M. PASHAYEV</i>		
7. If the foreign principal is a foreign political party, state:		
a) Principal address.		
b) Name and title of official with whom registrant deals. <i>N/A</i>		
c) Principal aim		

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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

N/A

b) Is this foreign principal

Supervised by a foreign government, foreign political party, or other foreign principal Yes No

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

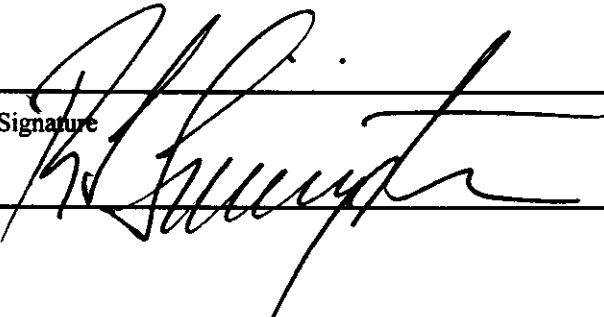
Subsidized in part by a foreign government, foreign political party, or other foreign principal Yes No

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

N/A

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.

N/A

Date of Exhibit A 1/19/04	Name and Title ROBERT L. LIVINGSTON MANAGER,	Signature 
THE LIVINGSTON GROUP, LLC.		

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. One original and two legible photocopies of this form shall be filed for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

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

1. Name of Registrant <i>THE LIVINGSTON GROUP, LLC 499 S. CAPITOL ST., SW, #600 WASHINGTON, DC 20003</i>	2. Registration No. <i>#5356</i>
3. Name of Foreign Principal <i>THE MINISTRY OF FOREIGN AFFAIRS OF THE REPUBLIC OF AZERBAIJAN</i>	

Check Appropriate Boxes:

- 4. The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
- 5. There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 6. 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 expenses, if any, to be received.

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

SEE QUESTIONS # 8 + 9.

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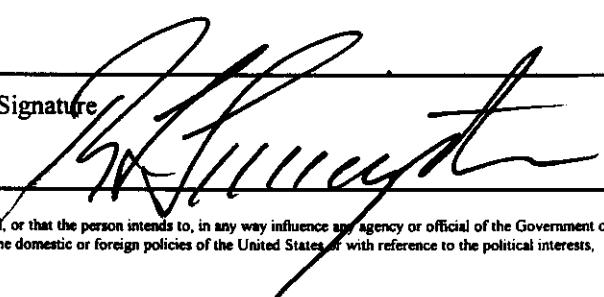
8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

THE REGISTRANT WILL RESEARCH AND ANALYZE ISSUES RELATED TO THE REPUBLIC OF AZERBAIJAN; COUNSEL THE PRINCIPAL ON U.S. POLICIES OF CONCERN TO AZERBAIJAN, PENDING ACTIVITY OR LEGISLATION IN CONGRESS, AND DEVELOPMENTS ON THE U.S. POLITICAL SCENE GENERALLY; AND MAINTAIN CONTACT WITH MEMBERS OF CONGRESS AND THEIR STAFF, EXECUTIVE BRANCH OFFICIALS, AND NON-GOVERNMENTAL ORGANIZATIONS.

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

ALL OF THE ACTIVITIES LISTED ABOVE WILL BE UNDERTAKEN IN ORDER TO COMMUNICATE INFORMATION TO THE PRINCIPAL, AS WELL AS TO COMMUNICATE INFORMATION ABOUT AZERBAIJAN AND ITS POLICIES TO INTERESTED PERSONS IN THE PUBLIC AND PRIVATE SECTORS. AT THE REQUEST OF THE PRINCIPAL, THE REGISTRANT MAY FROM TIME TO TIME ARRANGE MEETINGS WITH MEMBERS OF CONGRESS AND THEIR STAFF, EXECUTIVE BRANCH^{OFFICIALS}, AND NON-GOVERNMENTAL ORGANIZATIONS.

Date of Exhibit B 1/19/04	Name and Title ROBERT L. LIVINGSTON, THE LIVINGSTON GROUP, LLC	Signature 
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Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any 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 interests, policies, or relations of a government of a foreign country or a foreign political party.

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Agreement to Provide Government Relations Services

This document will serve to confirm and memorialize the terms of the agreement reached on January 10, 2005 between the Ministry of Foreign Affairs of the Republic of Azerbaijan, hereinafter referred to as "MFA" and The Livingston Group, LLC, hereinafter referred to as "TLG":

- It is agreed that TLG be engaged by MFA for the purposes hereinafter described, with said engagement to be effective January 15, 2005, and extending for a period of 24 months thereafter to January 15, 2007, unless the relationship shall be extended and/or renegotiated by the parties.
- The compensation to be paid to TLG shall be three hundred thousand (\$300,000) US DOLLARS per year for the term of the contract. Payments shall be on the following schedule: \$150,000 due and payable upon execution of this document; \$75,000 on June 1, 2005; \$75,000 on October 1, 2005; \$150,000 on January 1, 2006; \$75,000 on May 1, 2006 and a final payment of \$75,000 on September 1, 2006. The fee will also cover administrative expenses incurred for filing of reports to ensure compliance with US laws such as the Foreign Agents Registration Act (FARA) and the Lobbying Act, as well as routine expenses. Extraordinary expenses such as production and printing of brochures, newsletters or special presentations, travel to/from Azerbaijan or outside the Washington metropolitan area, will be submitted for approval in advance and separately billed.
- The obligation of TLG, by and through the counsel and activities of Robert L. Livingston, Toby Moffett, Lydia Borland and other TLG employees and/or consultants, will be to represent MFA as permitted by the Foreign Agents Registration Act of 1938, the Ethics Reform Act of 1989, and other applicable United States laws and regulations. TLG shall provide MFA with government affairs representation before the government of the United States and the United States Congress, international organizations, and governments other than that of the United States, as required and mutually agreed.
- TLG will, on a good faith basis, assist local partners (as designated by MFA) in business development projects for Azerbaijan. Said assistance shall consist of identifying specific American or other companies as potential investors in the Azeri marketplace. TLG will also work with said local partners to identify and promote commercial opportunities in Azerbaijan and, where necessary, provide information about potential sources of financing for these opportunities.
- The Livingston Group, LLC agrees to abide by every applicable law or regulation covering government contracts for lobbying during the implementation of this agreement. The Livingston Group, LLC is an independent contractor, and, as such, has no authority to bind MFA in any manner whatsoever, absent to the express written consent of MFA. The Livingston Group, LLC shall be solely responsible for the acts of its employees

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and/or agents and shall defend and hold MFA harmless from any claims which arise from said acts. The Livingston Group, LLC shall be responsible for notifying MFA of any potential conflicts between its representation of MFA and any other party.

- MFA has no authority to bind the Livingston Group, LLC in any matter whatsoever, absent the express written consent of the Livingston Group, LLC. MFA shall be solely responsible for the acts of its employees and/or agents and shall defend and hold the Livingston Group, LLC harmless from any claims which arise from said acts.

If this proposal meets with your approval, please sign and return to me a signed copy of this letter so that it may serve as our engagement instrument.

Sincerely,

ROBERT L. LIVINGSTON

Executed in duplicate originals this _____ day of _____, 2005

By: _____ By: _____

Ambassador of the Republic of Azerbaijan

ROBERT L. LIVINGSTON
The Livingston Group, LLC