

Amended

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.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. 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, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov/>. 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 in print and online at: <http://www.fara.gov/>.

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, Counterespionage Section, National Security 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 Sorin, Samet & Associates LLC	2. Registration No. 5839
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3. Name of Foreign Principal
CTMO-HOPE

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.
Assist with issues related to implementation of HOPE II trade legislation and Haiti-U.S. trade, by assisting with work with U.S. agencies, Congress, international organizations and U.S. private sector

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

Work on the regulations and visa issues related to HOPE II trade legislation and the worker rights provisions through input to CMO-HOPE and outreach and discussion with U.S. Government, Congress and other international organizations and private sector.

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.

Meetings and discussions with staff and members of Congress and officials of the Executive Branch.

Date of Exhibit B January 27, 2009	Name and Title Andrew Samet Principal	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 or public interests, policies, or relations of a government of a foreign country or a foreign political party.



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CONTRACT FOR PROFESSIONAL SERVICES

October 1, 2008

Mr. Georges Sassine
Executive Director, CTMO-HOPE
Port-au-Prince, Haiti

Via email: georges@agtextilesb1.com

Dear Mr. Sassine:

I want to thank you for your decision to retain Sorini, Samet & Associates (SS&A) for purposes of effectively implementing all provisions of the HOPE II trade preference program. SS&A also will continue to identify and assist potential investors in Haiti to further increase jobs in the critical garment sector and other emerging sectors. We look forward to the opportunity to continue our work with you and the officials of CTMO-HOPE, and we are optimistic of the prospects for success. It is our great pleasure to present to CTMO-HOPE the terms of engagement as outlined below.

SS&A is a comprehensive international trade services firm, and its professionals use decades of institutional experience in the U.S. Government and private sector to achieve clients' objectives in Washington, DC. We have no doubt that SS&A will provide CTMO-HOPE with the high-quality service you require and which we as individuals have provided for a number of years.

Among the services we will provide to CTMO-HOPE are:

IMPLEMENTATION OF HOPE II

The new trade preference program must be correctly implemented in order to create an environment that will be attractive and functional for both current and future business operations. Also, the implementation of HOPE II could require further amending of the law in order to correct or enhance certain provisions and/or to correct U.S. Customs and Border Protection (CBP) misinterpretations of the law and its ensuing procedures.

A handwritten signature in dark ink, appearing to be 'G.S.', is located in the bottom right corner of the page.

U.S. Regulations and Procedures

HOPE II preferences begin on October 1, 2008, and the program will operate using a set of final regulations written by CBP and interim procedures written by the U.S. Department of Commerce. With regard to CBP's final regulations, there will not be a comment and evaluation period in the same manner as the HOPE I interim regulations. However, SS&A will work with CTMO-HOPE to evaluate the final regulations and evaluate whether statutory changes are needed to address any possible trade-restrictive regulations.

With regard to the Department of Commerce's interim procedures that govern the Earned Import Allowance Program, SS&A will assist Haiti in writing and submitting comments and suggestions by November 14, 2008. It will be critical for SS&A and CTMO-HOPE to study the technical details with careful deliberation, and then craft an official response that will address the operation and impact on the Haitian private sector, the foreign investor community, and the government.

These ongoing projects throughout the HOPE II implementation process will require technical knowledge and suggestions regarding issues such as export visa systems, local value-added content calculations, penalties, enforcement procedures, infrastructure capacity, etc., which SS&A professionals understand and have worked to implement, correct, and enhance through the HOPE I and HOPE II processes. SS&A will immediately engage the appropriate U.S. Government offices in order to facilitate the best possible outcome for Haiti through the entire implementation process.

Export Visa Issues

Regarding articles that are imported directly from the Dominican Republic claiming HOPE II preferences, the President of the United States must first certify to the U.S. Congress that Haiti and Dominican Republic have developed procedures to prevent unlawful transshipment of the articles and the use of the counterfeit documents related to the importation of the articles into the United States. This is a process that will require ongoing technical working sessions with the DR industry, government, and U.S. government officials. SS&A professionals and CTMO-HOPE officials have already begun to address these issues with the Committees of Jurisdiction in the U.S. Congress, and through U.S. CBP.

Technical Corrections

Depending on how SS&A and CTMO-HOPE evaluate CBP's final regulations, Haiti may need to seek technical corrections to the HOPE II program via the U.S. legislative process. SS&A will help CTMO-HOPE handle this delicate process, as SS&A professionals assisted U.S. lawmakers with the technical details of HOPE II's construction and intent.

IMPLEMENTING THE WORKER RIGHTS MONITORING PROGRAM

HOPE II was enacted on May 22, 2008, and the preferences begin on October 1, 2008. However, the preferences are only guaranteed for 16 months after the date of enactment (until September 22, 2009). In order for these preferences to continue after the 16-month window, the President of the United States must determine and certify to the U.S. Congress that Haiti has taken three critical steps: (1) Haiti has established an independent labor ombudsman; (2) Haiti has established a worker rights monitoring program in conjunction with the International Labor Organization (ILO); and (3), Haiti has developed a system to require factory registration in the worker rights monitoring program to qualify for HOPE II benefits.

In order to assure that these steps are effectively implemented it will require coordinated engagement with interested parties in the Congress, the U.S. Administration, the ILO, and other organizations, including the AFL-CIO and the U.S. buying community. SS&A has the experience and technical expertise to assist CTMO-HOPE in the implementation of these labor requirements and in their effective explanation to interested U.S. and other international parties.

SS&A is currently assisting CTMO-HOPE in coordinating the important work in Haiti and Washington to meet these 16-month benchmarks:

Negotiating the ILO / TACINAR Program

Among the requirements of the legislation will be the negotiation of a project document and implementation plan with the International Labor Organization that will provide both transparent monitoring, support on improving factory conditions, mechanisms to strengthen the labor institutions of Haiti, including the Ministry of Social Welfare and the labor court system, and also building the capacity of Haiti's unions and employer community for improved labor relations. SS&A has professionals with vast experience in designing and negotiating the type of project contemplated by the HOPE II legislation and in working with the ILO.

Congressional Outreach and Support

In addition to working with the ILO, it will be important to maintain close collaboration with interested parties in Congress, especially key officials on the Ways & Means, Finance Committees and the Appropriations Committees to make sure that the implementation plan and program will be accepted as responsive to the legislative requirements. SS&A played an important role in securing the initial funding for this program; we will work under this contract to obtain additional levels of funding to assure the necessary labor capacity building.

Coordination with U.S. Agencies

In addition to working with the ILO and Congress, close coordination with the relevant U.S. agencies will be necessary to assure that the program and implementation goes according to the goals and needs of CTMO-HOPE. Among these agencies will be the U.S. Department of Labor who will coordinate the U.S. Government funding for the ILO technical assistance programs,

U.S. AID which may also be involved in such efforts, and the Office of the U.S. Trade Representative which will be responsible for preparing the reports to the Congress on progress under the labor requirements of the HOPE legislation. In addition, outreach with the State Department, and other U.S. agencies such as the Departments of Commerce, Treasury and the National Security Council will also be important.

Engagement with Other Interested Parties

In addition to the work with the Congress, the Executive agencies, and the ILO to assure the funding, design and implementation programs necessary to build labor compliance in Haiti and meet the requirements of the HOPE II legislation, it will also be important to maximize the support and participation of other U.S. parties. These parties include the AFL-CIO and its Solidarity Center, which is the international training arm of the U.S. labor movement that receives U.S. Government funding, and also the U.S. buying community that will be attracted to Haiti both for the trade preferences under HOPE II and by the confidence in the labor compliance environment that can be put in place through the ILO programs being developed. SS&A has already done extensive outreach with both the AFL-CIO on its further positive participation in Haiti and also has established an informal forum for keeping U.S. brands and retailers updated on HOPE II and labor compliance program associated with it.

CMO-HOPE MUST CONTINUE ITS WORK TO EXPAND TRADE

SS&A was successful in enacting the HOPE II program, and it can continue to work with the U.S. Congress and administration to enhance the trade provisions as Haiti's industries grow and develop in the future. This can help expand the HOPE II program from a focus on textiles and apparel into other industries.

Also, given the realities of global apparel trade, Haiti must be engaged at a regional and global level in order to protect its fragile industry against the industry giants in Asia. Specifically, there will be two important developments at the end of 2008: (1) U.S. apparel quotas that were negotiated in 2004 will be removed from China; and (2), the U.S. Department of Commerce's Vietnam Apparel Monitoring Program will be discontinued. Both the quotas and the monitoring program were able to curb, to a certain extent, the dominance of these two apparel producers in terms of U.S. market share. However, the end of these programs will make East Asia even more attractive to U.S. buyers, and the Western Hemisphere industries will face additional competition.

SS&A and CTMO-HOPE have already worked together to engage the U.S. textile and apparel manufacturers' industry to discuss common approaches and objectives to mitigate the looming damage to the Western Hemisphere. The industries of Mexico, Central America, and South America are actively engaged in Washington, and Haiti must continue to be at this table in Washington during the forthcoming discussions and decisions in order to protect the special rules of HOPE II that it has worked so hard to develop over the past years.

Maximizing the benefits for Haiti from HOPE II also will require some level of trade and investment promotion and educational effort for U.S. buyers. In addition to finding new companies, such as Earth Savvy, to explore sourcing/investment in Haiti, SS&A under this contract will support CTMO-HOPE in developing one or two seminars in New York City and Miami, or other locations to be determined to further explain the HOPE II legislation to potential investors and buyers from Haiti.

SS&A: PROFESSIONAL EXPERTISE

SS&A professionals who will work on the project include:

Ambassador Ronald J. Sorini

Ambassador Sorini serves as co-founder and Principal of Sorini, Samet & Associates (SS&A). Mr. Sorini implements and manages the firm's business development, consulting, and lobbying practice on international trade negotiations and legislation. Prior to starting Sorini, Samet & Associates, Mr. Sorini served as Senior Vice President for International Development & Government Relations at Fruit of the Loom for four years. At Fruit of the Loom, Mr. Sorini conducted an intensive study on the Chinese market, identified potential business partners, and began negotiations on a manufacturing/marketing joint venture. He developed and advocated company positions on trade, tax, and regulatory issues before the U.S. Government.

Mr. Sorini also has more than thirteen years of experience in high-level positions in the Federal Government at the U.S. Department of Commerce and the Office of the U.S. Trade Representative (USTR). In 1989, Mr. Sorini was appointed by President George H.W. Bush and confirmed by the Senate as Ambassador & Chief Textile Negotiator for USTR. Mr. Sorini chaired U.S. delegations in the negotiation of the North American Free Trade Agreement (NAFTA), the Uruguay Round, and bilateral agreements with more than fifty nations. In addition, Mr. Sorini has provided direct advice and counsel to the governments of El Salvador and the Dominican Republic during the CAFTA-DR negotiations and their respective implementation processes, to the government of Korea during the KORUS FTA negotiations, and to numerous trade associations throughout FTA negotiations between the United States and Malaysia, Thailand, Singapore, Colombia, and Jordan.

Andrew J. Samet

Andrew Samet is a co-founder and serves as a Principal of Sorini, Samet & Associates. Mr. Samet has a world-renowned reputation for his work on international labor standards and trade agreements. He represents major U.S. corporations, and trade associations before the U.S. Government and Congress on international trade issues, corporate social responsibility, and international labor practices. He has advised clients on FTA negotiations involving the CAFTA-DR, as well as bilateral agreements with Peru, Ecuador, Colombia, Panama, and Korea.

Mr. Samet has a quarter-century of experience in law practice, government policy development, international negotiations, and program implementation related to international trade and labor

issues. As Deputy Under Secretary of Labor in the Clinton Administration, Mr. Samet was responsible for all international activities of the Department of Labor, and was a member of the senior sub-cabinet deputies group of the White House National Economic Council for international policy decisions. He worked on issues related to NAFTA, and the U.S. FTAs with Jordan, Chile and Singapore. He also represented the United States on the Governing Body of the International Labor Organization (ILO). Among his accomplishments within the organization was his negotiation of the 1999 ILO Convention 182 on the Worst Forms of Child Labor and the 1998 ILO Declaration on Fundamental Principles and Rights at Work. In addition, he was responsible for the implementation of the North American Agreement on Labor Cooperation and the labor agreement that accompanied NAFTA. Mr. Samet joined the Clinton administration in 1993 after serving on the staff of Senator Daniel Patrick Moynihan of New York for six years, primarily as legislative director.

Ambassador William H. Houston III

Ambassador Houston serves as a Senior Consultant to SS&A. Mr. Houston began his career with an agricultural operation in Mississippi, where he was engaged in the production of cotton, soybeans, rice and wheat. During this period, he was appointed and elected to various civic and political positions, including vice president of the National Cotton Council, chairman of the Cotton Foundation and member of the board of directors of Cotton Council International. He served on the board of directors for both the First Tennessee National Corporation in Memphis and the Farm Insurance Corporation in Washington. In addition, he was president of the Delta Council of Mississippi.

Mr. Houston enjoyed a successful career in the Federal Government. During the Reagan Administration he first served as the Deputy Assistant Secretary for Textiles and Apparel and the Chairman of the Committee for the Implementation of Textile Agreements (CITA), and then was nominated and confirmed as Ambassador and Chief Textile Negotiator at the Office of the U.S. Trade Representative, where he was responsible for all textile and apparel international trade negotiations.

After leaving the Regan Administration, Mr. Houston began advising companies and foreign governments on international trade negotiations. Immediately after leaving the Reagan Administration he co-founded World Trade Link, an international business consulting firm. Ambassador Houston received his B.A. from Washington and Lee University, and is MBA-A from the University of Mississippi.

Kevin H. Koonce

Kevin Koonce is an original member of Sorini, Samet & Associates, where he manages various client projects in the legislative and trade-negotiating arena. Koonce advises clients on a wide range of trade issues including customs classification to agricultural standards, textile and apparel rules, and trade agreement negotiations. Prior to joining SS&A, Mr. Koonce served as Vice President of Government Affairs for the American International Automobile Dealers Association, where he represented the association before Congress and the Administration on tax and trade issues.

Mr. Koonce also served as Legislative Director and Counsel to U.S. Senator Judd Gregg (New Hampshire), where he was the senior advisor to the Senator on legislative and procedural matters. Mr. Koonce also worked for the Office of the United States Trade Representative (USTR) as Special Textile Negotiator where he advised Ambassadors Zoellick and Huntsman on textile issues, including WTO obligations and the successful launching of a new WTO round of negotiations. Prior to USTR, he was the Legislative Assistant for Trade, Tax and Textiles for U.S. Senator Jesse Helms for six years. He represented Senator Helms at international trade summits including: 1998 APEC Summit in Kuala Lumpur and the 1999 WTO Ministerial in Seattle.

Keith A. Jenkins

Keith Jenkins, an original member of Sorini, Samet & Associates, directs trade initiatives on behalf of U.S. and foreign trade associations, foreign governments, and multinational corporations. He provides clients with strategic advice and analysis of U.S. bilateral and multilateral trade agreements, preference programs, trade-related legislation, and Administrative actions, representing them before the U.S. Government and the Congress. He has led successful legislative initiatives on behalf of major U.S. corporations and trade associations, and has worked to expand U.S. market access for developing countries.

Mr. Jenkins also worked for the staff of the U.S. House of Representatives' Committee on Ways & Means, Subcommittee on Trade. He was responsible for tracking trade-related legislation on foreign investments in the United States, and managed a portfolio of trade issues from the Middle East, Latin America, and the Former Soviet Union.

Ludwika Chrzastowska

Ludwika Chrzastowska serves as a policy advisor for Sorini, Samet & Associates, where she analyzes existing policies and legislation, and advises clients on legislative procedure and policy developments. Prior to joining SS&A, Ms. Ludwika worked in the Office of Southeast Asia and Pacific Affairs at the United States Trade Representative (USTR). While at the USTR, she supported ongoing negotiations and other regional trade initiatives, including the stalled U.S.-Malaysia FTA as well as U.S. TIFAs with ASEAN, Indonesia, the Philippines, Cambodia, and Vietnam. She also analyzed WTO accession and implementation issues, and developed an internal, comprehensive matrix of competing regional intra-Asian trade agreements for the Office.

Prior to USTR, Ms. Ludwika worked for the Trade Department at the Delegation for the European Commission in Washington, DC. At the Delegation, Ms. Ludwika researched and analyzed U.S. and EU trade-related topics that included free trade agreements, the WTO Doha Round, trade and investment barriers, compliance issues, and the CFIUS process. She worked with EU trade officials on issues pertaining to Asia and Africa as well as analyzed the implications of specific trade policy, legislative, and regulatory initiatives by the U.S. and the EU. She was also responsible for economic sectors that included services, steel, automobiles, and textiles.

TERMS OF THE CONTRACT

Duration:

October 1, 2008 through March 31, 2009. This agreement may be extended as agreed between CTMO-HOPE and SS&A.

Fee and Expenses:

CTMO-HOPE will pay SS&A a monthly fee of U.S. \$11,000, payable on the first of each month, for a period of six months.

Normal office expenses, such as telephone, taxis, etc, will not be billed separately but will be included under the monthly retainer amount. Travel costs both domestically and internationally will be separately billed but will only be incurred with the pre-approval of CTMO-HOPE

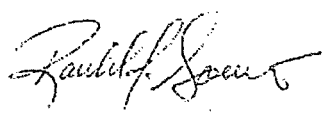
ACCEPTANCE OF THE CONTRACT

For CTMO-HOPE:



Georges B. Sassine

For SS&A:



Ronald J. Sorini