Form DJ-304
(Rev. 3-30-67)

Budget Bureau No. 43-R435
Approval Expires Oct. 31, 1976

UNITED STATES DEPARTMENT OF JUSTICE
Washington, D.C. 20530

EXHIBIT B

TO REGISTRATION STATEMENT
Under the Foreign Agent's Registration Act
of 1938, as 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. 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 No. 948	Name of Foreign Principal
H. William Tanaka, d/b/a Tanaka Walders & Ritger	Embassy of Japan

Check Appropriate Boxes:

*

1. [ ] 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.

2. [ ] 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.

3. [ ] 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.

* The attached Amendment dated November 19, 1976 amends the original Agreement under the date of September 13 attached to Exhibit B filed September 27, 1976. The amendment relates solely to the amount of legal fees and expenses which was renegotiated and there has been no change in the substantive content of the services to be rendered pursuant to the said original agreement.

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

See Exhibit B filed September 27, 1976

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

See Exhibit B Filed September 27, 1976

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 [XX]

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.

Date of Exhibit B	Name and Title	Signature
November 19, 1976	H. William Tanaka Attorney	H. William Tanaka

[1] Political 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.

AMENDMENT TO AGREEMENT ENTERED
INTO ON SEPTEMBER 13, 1976 BETWEEN THE
EMBASSY OF JAPAN AND H. WILLIAM TANAKA

It is agreed that the above captioned agreement shall be amended as follows:

With respect to paragraph 4 thereof providing for fees, said paragraph is hereby amended to provide and read as follows:

> "The Embassy of Japan shall pay Tanaka a lump-sum fee of $15,000 (Fifteen Thousand Dollars), inclusive of incidental expenses in consideration of the aforementioned legal and informational services."

In witness of the above amendment to said Agreement, Mr. Mitsuhiko Hasumi, Counselor, representing the Embassy of Japan, and Mr. H. William Tanaka, of the law firm of Tanaka, Walders & Ritger, have signed hereunder.

EMBASSY OF JAPAN

Mitsuhiko Hasumi

Mitsuhiko Hasumi, Counselor

Date: November 19, 1976

H. WILLIAM TANAKA

H. William Tanaka

Attorney at Law

Date: November 15, 1976