OMB No. 43-
Approval Expires Oct. 31, 1981

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

Form OBD-68
(Rev 10-14-76)
Formerly DJ-307
for

AMENDMENT TO REGISTRATION STATEMENT

Pursuant to the Foreign Agents Registration Act of 1938, as amended.

RECEIVED
CRIMINAL DIVISION
OCT 14 4 58 PM '86
INTERNAL SECURITY
SECTION
REGISTRATION UNIT

1. Name of Registrant	2. Registration No.
Gray and Company Public Communications International, Inc.	3301

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 notice of change in an exhibit previously filed.
- ☐ To give a 10-day notice of a change in information as required by Section 2(b) of the Act.
- ☐ Other purpose (specify) _____

SOULE - Exhibit B

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

Additional Exhibit B for foreign principal (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.

Registrant has received additional work to be performed on behalf of foreign principal as reflected in the attached new Exhibit B.

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.

(Both 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.)

James C. Jennings

Charles S. Crawford

Gary Hymel

Subscribed and sworn to before me at ~~Washington, DC~~

this 9th ~~day~~ October, 19 86

Leigh Burdick
(Notary or other officer)

My commission expires ~~May 14, 1990.~~

DOJ

U.S. Department of Justice
Washington, DC 20530

Exhibit B
To Registration Statement
Under the Foreign Agents Registration Act of 1938, as amended

OMB No. 1105-0007
Approval Expires Nov. 30, 1986

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	Name of Foreign Principal
Gray and Company Public Communications International, Inc.	SOULE

Check Appropriate Boxes:

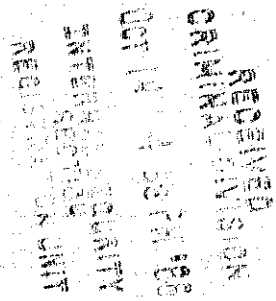
1. ☑ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach two copies of the contract to this exhibit.

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.

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

Registrant will provide marketing and promotional activities in the U.S. for the foreign principal's SK People Mover (refer to #5). The registrant's activities are based on written Appendixes D & E (telefax copies attached) to the original contract between registrant and foreign principal. These registrant activities are slated to commence immediately and continue until approximately November 1, 1986.



TERMINATED
DATE 3-11-87

Formerly OBD-65

FORM CRM-155
FEB. 84

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

Registrant will handle marketing and promotional activities in the U.S. for the foreign principal's SK People Mover. Registrant's activities will include assisting the foreign principal in identifying candidates for the purchase of the SK system, shooting additional footage of the product at Expo '86 in Vancouver to be used in the registrant's preparation of a marketing video on the SK.

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 ☐

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.

Registrant may contact by telephone, written correspondence, or personal visits appropriate representatives of airports, commercial and shopping centers, expositions, conventions and trade shows in representing the public relations/public affairs interest of the foreign principal.

Date of Exhibit B	Name and Title	Signature
10/9/86	J. Peter Segall Vice President	

[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.

GRAY AND COMPANY
RICHARD L. McELHENY
SENIOR VICE PRESIDENT

September 22, 1986

Mr. Arnaud de Boysson
Directeur General
Soule, S.A.
65200 Bagneres de Bigorre
FRANCE

Dear Mr. de Boysson:

Please find enclosed proposed new Appendices D and E to the Agreement between Soule and Gray and Company dated May 2, 1986, pursuant to your meeting with Mr. Peter Segall of my staff.

Knowing the urgency of beginning the process of identifying prospective S.K. buyers -- and obtaining additional video footage of the Vancouver S.K. system before the Fair closes -- we agree it would be best to add these two projects as additional appendices to our current Agreement. By the end of this week we shall be sending you by telefax as well, a revised proposal and new contract covering the other elements of an S.K. North American Marketing plan as you discussed with Peter Segall.

Please indicate your acceptance of the terms of these Appendices by signing both copies of this amendment to our existing contract, and returning one to me. A copy by telefax would be most appreciated.

Sincerely,

Accepted:

A. de Boysson

R. Arnaud de Boysson
Soule, S.A.

RECEIVED
OCT 14 1986
ENTERTAINMENT SECURITY UNIT

TERMINATED
DATE 3-11-87

PUBLIC COMMUNICATIONS INTERNATIONAL, INC.
THE POWER HOUSE
WASHINGTON, D.C. 20007-3614
202 333-7400

TLX 440143 GRAY UI
FAX 710-822-9282 GRAY COM WSH

APPENDIX D

TO AGREEMENT OF MAY 2, 1986 BETWEEN

SOULE

AND

GRAY AND COMPANY PUBLIC COMMUNICATIONS INTERNATIONAL, INC.

Identification of "First Buyers"

Gray and Company will assist Soule in identifying candidates for the purchase of an S.K. system, within three priority user-categories:

- Airport Facilities: Gray and Company will identify key operating officials of those North American airports whose ongoing expansion and/or modification plans suggest possible interest in the S.K.

- Expositions - Large Theme Parks: Soule will provide Gray and Company with its best available information as to minimum size of an exposition or theme park capable of generating sufficient passenger traffic to justify "peoplemover" transportation. With this information, Gray and Company will identify key operating officials of North American expositions and large theme parks with possible interest in the S.K.

- Shopping and Commercial Centers: Soule will provide Gray and Company with its best available information as to minimum size of a shopping or commercial center capable of generating sufficient passenger traffic to justify "peoplemover" transportation. With this information, Gray and Company will identify key operating officials of North American shopping and commercial centers with possible interest in the S.K.

- Architects, Engineers and Developers: Gray and Company will identify those architects, engineers and developers who are recognized specialists in each of the above priority user-categories.

- Trade Associations and Conventions: Gray and Company will identify key operating officials of the major trade and professional associations in each of the above priority user-categories. In each instance the date and location of the association's primary meeting or convention scheduled to take place during the next twelve months will be provided, along with any information for exhibitors which is available.

(K)

The estimated costs for this project are as follows:

• Literature search, purchase of lists	$ 2,000.00
• Professional staff time (40 hours @$75/hr.; 8/hrs. @$125/hr.; 1 hour @$250/hr. plus secretarial)	5,250.00
• Miscellaneous expenses	1,000.00
Total Estimated Costs	U.S. $ 8,250.00

Accepted:

Arnaud de Boysson

M. Arnaud de Boysson
Soule, S.A.

APPENDIX B

TO AGREEMENT OF MAY 2, 1986 BETWEEN

SOULE

AND

GRAY AND COMPANY PUBLIC COMMUNICATIONS INTERNATIONAL, INC.

Additional Footage for Marketing Video

Gray and Company will, before the October 13 closing of Expo '86 in Vancouver, arrange for the shooting of additional video footage of the S.K. in operation and of users, for use in a marketing video on the S.K. Fair officials provided by Soule in Vancouver to discuss the merits of the S.K. will be interviewed. Both Parties to this Agreement understand that other costs associated with the marketing video shall be set forth, along with a scope-of-work, in a separate proposal, and made subject to a subsequent agreement between the Parties.

The estimated costs for this project are as follows:

- Shooting of additional footage in Vancouver — $ 7,500

(Estimated total cost of marketing video - including preproduction, production and post-production -- will be $27,000)

Accepted:

Arnaud de Boysson

M. Arnaud de Boysson
Soule, S.A.

1/ Interviews of some of these V.I.P. are necessary:
a - Jim PATTISON-ch.
b - Patrick REID
c - Claude SERVANT
d - Klaus FUERNISS

2 interviews would be allright, at least an interview of a or b.

2/ You contact them

3/ If you cannot obtain an appointment:
a - try to get it with Mr Hubert de CHASTEIGNER's help
b - If Hubert de CHASTEIGNER does not succeed, we give up

Arnaud de Boysson