FORM OBD - 67
JAN 1977

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

O[illegible] No. 43-R0216
Approval expires Oct. 31, 1981

EXHIBIT A

TO REGISTRATION STATEMENT

Under the Foreign Agents Registration Act of 1938, as amended

RECEIVED
U.S. DEPARTMENT OF JUSTICE
CRIMINAL DIVISION
Nov 24 5 01 PM 81
INTERNAL SECURITY SECTION
REGISTRATION UNIT

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
Gray and Company
The Power House
3255 Grace Street, N.W.
Washington, D.C. 20007

2. Registration No.
~~to be~~ assigned 3301

3. Name of foreign principal
Italian Aerospace Industries, Inc., a subsidiary of Aeritalia, S.A.I.p.A.

4. Principal address of foreign principal
1235 Jefferson Davis Highway
Arlington, VA 22202

5. Indicate whether your foreign principal is one of the following type:

☐ Foreign government

☐ Foreign political party

☐ Foreign or ☒ domestic organization: If either, check one of the following:

☐ Partnership ☐ Committee

☒ Corporation ☐ Voluntary group

☐ Association ☐ Other (specify) _____

☐ Individual - State his nationality _____

6. If the foreign principal is a foreign government, state:

a) Branch or agency represented by the registrant. Not applicable

b) Name and title of official with whom registrant deals.

7. If the foreign principal is a foreign political party, state:

a) Principal address Not applicable

b) Name and title of official with whom the registrant deals.

c) Principal aim

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

Italian Aerospace Industries (U.S.A.), Inc., is a newly formed subsidiary of Aeritalia, the Italian manufacturer of military and civilian airplanes and related aerospace products.

Italian Aerospace Industries (U.S.A.), Inc., will expand Aeritalia's commercial operations in the United States and assist Aeritalia in competing for contracts and subcontracts for American military programs.

b) Is this foreign principal

Owned by a foreign government, foreign political party, or other foreign principal ..... Yes [X] No [ ]

Directed by a foreign government, foreign political party, or other foreign principal.... Yes [X] No [ ]

Controlled by a foreign government, foreign political party, or other foreign principal.. Yes [X] No [ ]

Financed by a foreign government, foreign political party, or other foreign principal... Yes [X] No [ ]

Subsidized in whole by a foreign government, foreign political party, or other foreign principal ..... Yes [X] No [ ]

Subsidized in part by a foreign government, foreign political party, or other foreign principal ..... Yes [X] No [ ]

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

Italian Aerospace Industries (U.S.A.), Inc. is a subsidiary of Aeritalia.

It is Gray and Company's understanding that Aeritalia is owned by the Finmeccania Group which ultimately is owned by the Government of Italy.

It is not clear whether or not Aeritalia is directed, controlled, financed, or subsidized in whole or in part by a foreign government; however, for purposes of this registration, Gray and Company has made that assumption.

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.

Date of Exhibit A	Name and Title	Signature
	Barry Zorthian Sr. Vice President	

DOJ

Form OBD-65
Rev. 4-27-77
(Formerly DJ-304)

No. 43-R435
Approval Expires Oct. 31, 1981

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

EXHIBIT B

TO REGISTRATION STATEMENT
Under the Foreign Agents Registration Act
of 1938, as amended

RECEIVED
U.S. DEPARTMENT
OF JUSTICE
CRIMINAL DIVISION
NOV 24 5 01 PM '81
INTERNAL SECURITY
SECTION
REGISTRATION UNIT

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	Italian Aerospace Industries, Inc., a subsidiary of Aeritalia, S.A.I.p.A.

Check Appropriate Boxes:

1. [X] 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.

Gray and Company will provide Italian Aerospace Industries, Inc. with public relations/public affairs counsel and services for the November visit of the Chief Executive Officer and group of officers from Aeritalia.

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

Gray and Company will be coordinating the U.S. visit of Dr. Ing. Renato Bonifacio, Chairman and Chief Executive Officer of Aeritalia. Dr. Bonifacio will be in the United States from November 16-20, 1981.

Gray and Company also will be involved in the arrangements for several Aeritalia executives who will be accompanying Dr. Bonifacio during his United States visit.

Aeritalia is visiting the United States to meet with government officials and industry representatives for the purpose of evaluating the U.S. market for Aeritalia aerospace products.

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 [X] 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.

See question #5.

Date of Exhibit B	Name and Title	Signature
	Barry Zorthian Sr. 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
ROBERT KEITH GRAY
CHAIRMAN

October 28, 1981

Dr. Stefano Ruocco
Italian Aerospace Industries, Inc.
1235 Jefferson Davis Highway, Ste. 500
Arlington, Virginia 22202

Dear Dr. Ruocco:

Please let this serve as our letter of agreement by which Gray and Company will provide Italian Aerospace Industries, Inc. (Aeritalia) with public relations/public affairs counsel and services for a November Washington visit of the Chief Executive Officer and group of officers from Aeritalia.

The fee for Gray and Company services for this project will be $20,000 plus out of pocket expenses.

Gray and Company cannot independently verify factual material supplied to it by Aeritalia or your surrogates and therefore Aeritalia will indemnify and hold harmless Gray and Company for any claim, loss, damage, expense or other legal liability based upon information, representation, reports, news releases or other material produced by the Company for your use.

This agreement will commence October 28, 1981 and continue through November 30, 1981.

Gray and Company

Accepted by: Stefano Ruocco
Italian Aerospace
Industries, Inc.

By: Robert K. Gray

Date: 28 October 1981

NATIONAL PUBLIC RELATIONS PUBLIC AFFAIRS
THE POWER HOUSE
WASHINGTON, D.C. 20007
202 333-7400