U.S. Department of Justice
Washington, DC 20530

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

OMB No. 1105-0003

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda 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 is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney Genreral transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

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, D.C. 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 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
Development Counsellors International
461 Park Ave South
NY, NY 10016

2. Registration No.
4777

3. Name of foreign principal
Government of Cayman Islands / Tourism, Aviation & Commerce

4. Principal address of foreign principal
Government Administration Building
Grand Cayman

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. Tourism, Aviation & Commerce

b) Name and title of official with whom registrant deals. Thomas Jefferson, Commissioner

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

a) Principal address

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

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

b) Is this foreign principal

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 whole 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 may be used.)*

Organization in charge of promotion of Tourism into Cayman Islands worldwide

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
1/4/99	Joan Amato, Controller	Joan Amato

*U.S. Government Printing Office: 1993 — 342-487/72127

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, 1993

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 triplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda 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 is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney Genreral transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

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

Name of Registrant	Name of Foreign Principal
Development Counsellors International LTD.	Government of Cayman Islands/Tourism, Aviation & Commerce

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 three 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 three 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 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 the expenses, if any, to be received.

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

Feasibility Analysis and Projection of a Combination Scuba Dive Museum, Hall of Fame and Conference Facility.

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

Conduct feasibility Study

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.

Conduct feasibility study

Date of Exhibit B	Name and Title	Signature
1/4/99	Joan Amato, Controller	Joan Amato

[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.

*U.S. GPO: 1992-312-332/61638

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Development Counsellors International 461 Park Avenue South, New York, NY 10016
Phone (212) 725-0707 Fax (212) 725-2254 E-mail econdev@dc-intl.com / tourism@dc-intl.com

January 9, 1997

Honorable Thomas Jefferson
Minister for Tourism, Aviation
and Commerce
The Pavilion, Cricket Square
P.O. Box 67
George Town, Grand Cayman, BWI

Re: Combined Proposal/Agreement: Feasibility Analysis and Projection of a Combination Scuba Dive Museum, Hall of Fame and Conference Facility by Development Counsellors International on Behalf of the Cayman Islands

Dear Mr. Jefferson:

I am writing this proposal immediately following a note from and discussion with Madigan Pratt relative to your indicated desire for DCI to develop in brief outline a proposed next step relative to our earlier project suggestion. I have done so briefly in the following in the form of a combined proposal and agreement so that this priority project may move ahead as swiftly and simply as possible:

1. Background Overview: In recently competing for the Cayman Islands public relations account, DCI, not surprisingly, was impressed by the Islands as one of the three top dive destinations in the world. Not only is this position validated by its geographic position and natural advantages but also having among the most progressive environmental and safety laws and guidelines in the world. Building on these central advantages, DCI conceived of the notion of a special Dive Museum, Hall of Fame and convention facility, and then checked to see if there might be a U.S. organization that could effectively tie-in with such an idea.

Fortunately we struck gold: a series of contacts were made with the Institute of Diving in northwest Florida, and we received a completely favorable and enthusiastic response. Not only was interest demonstrated, but the Institute indicated they might also provide technical assistance, cross marketing potential and access to two other pivotal professional dive organizations in order to explore and implement such a possible facility. At our suggestion, the Institute indicated interest in a meeting to discuss the possibility of such a venture, and it is the purpose of this proposal to provide a full briefing to the government as to the basic facts, costs, benefits and alternative paths of such a development so any initial contact might prove optimally valuable.

2. Project Objectives: DCI would wish to provide you and your associates with sufficient information to assess the viability and feasibility of such a facility which could become a sort of "mecca" for pleasure, commercial and governmental divers the world over, combining in preliminary form in one straightforward document the basic facts, costs, benefits and alternative paths to possible development.

3. Scope: The project would include but not be limited to the following major constituent elements:

   A. Analysis of Institute of Diving as potential partner: Personal inspection, evaluation of track record, reputation within the field, financial position and possible alternative or additional partners and/or co-sponsors would be explored in this initial phase;

   B. Basic feasibility of dive facility: Among factors to be examined: relative costs and benefits, projections of visitor potential, individual and group marketing considerations, tie-ins with existing allies of Cayman Islands, spinoff economic and other impact and effects on the Cayman Islands economy;

   C. Facility location: Preliminary priority recommendations of various alternative sites. Two obvious initial alternatives are of course Grand Cayman, the visitor and dive center of the islands, and Cayman Brac, an increasingly important sub-location for serious divers; this phase might include graphic renditions of alternative recommended facilities at various locations with potential assets and liabilities for each outlined;

   D. Operations schedule: A careful projection over time of how the project might evolve including design, construction, in-process objectives, marketing programs and attendance/usage numbers in various categories conservatively projected and presented;

E. Financial Projections: Included here are detailed costs-benefit analysis with an overall return on investment levels for various short, medium and long term landmarks; an initial optimum structure of funding would also be outlined.

4. Cayman Islands Local Associate: It makes no sense to reinvent the wheel or in this case the dive: the Cayman Islands is blessed with many local experts who can save time and money and also mobilize much powerful local impact. In executing this project, DCI would work closely with at least one such associate such as Bob Soto. The project would be structured and positioned for full utilization of all local know-how and resources so as to assure as early a start and as quick results as feasible;

5. Time, Cost Considerations: Based on analogous work especially in the Caribbean (Puerto Rico, U.S. Virgin Islands, Trinidad & Tobago, etc.), and factoring in strong use and reliance on local resources, we believe this project can be accomplished in a period of four months bridging the period February 1 through May 31, 1997; the cost would be made up of two elements as follows:

DCI time: $6,000 per month x four months	$	24,000
*Out of pocket costs:		
Initial inspection of Dive Institute (one DCI executive)		1,200
Cayman Islands visit (two DCI executives)		2,500
Additional communications, materials, miscellaneous and contingency costs		2,300
TOTAL	$	30,000

(* DCI charges no markup whatsoever on out-of-pocket expenses.)

6. DCI Credentials, Liaison: DCI is uniquely capable of carrying out this project for a whole constellation of reasons; among them:

- DCI is the only firm anywhere specializing rather than sidelining in economic development;

- DCI has for 36 years sub-specialized in the Caribbean, representing Puerto Rico, U.S. Virgin Islands, Trinidad and Tobago, Barbados, St. Lucia, Netherlands

Antilles and a number of other entities;

-- Finally, DCI developed this particular project as part of our presentation to the Cayman Islands, and initial contact with the Diving Institute here means less initial orientation and a much quicker start;

DCI Chairman and Founder Ted M. Levine would serve as Principal Researcher in this project assisted by at least one other DCI professional and an associate.

7. Acceptance of Terms: Your acceptance of these terms can be most simply signified by signing and returning one copy of this combined proposal/agreement.

A final and less formal comment: DCI is excited by this idea not only because we believe it would encourage quality tourism and tourism income for the Cayman Islands but perhaps even more important, it would clearly define the islands as a prime dive destination for North America and in time for the world. Over time this will be translated into additional quality jobs, income, upgraded skills and tax revenue.

Respectfully submitted,

Ted M. Levine

Ted M. Levine
Chairman

cc: Madigan Pratt

ACCEPTED: [signature]

TITLE: Minister Tourism, Commerce & Transport

FOR: Cayman Islands Government

DATE: 4 February, 1997