U.S. Department of Justice
Washington D.C. 20530

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

OMB No. 1105-0004

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 1.5 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.

1. Name of Registrant	2. Registration No.
JEFFERSON WATERMAN INTERNATIONAL	4990

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 a 10-day notice of a change in information as required by Section 2(b) of the Act.

☐ Other purpose *(specify)* _____

☒ To give notice of change in an exhibit previously filed.

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

Exhibit B

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.

The initial Exhibit B indicated agreement between Foreign Principal China External Trade Development Council and Registrant was oral. Box #3 was therefore checked. A written contract is now available and Box #1 of Exhibit B is now the appropriate box to be checked. Written agreement is attached hereto.

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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.

Carolyn M. Cuppernull

Chief Admin. Officer, The Jefferson Group

Carolyn M. Cuppernull

(All 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.)

THE JEFFERSON GROUP
1341 G. STREET, NW SUITE 1100
WASHINGTON, DC 20005

Subscribed and sworn to before me at _____

this 27th day of February ,19 95

Olivia Lucas Dawson
(Notary or other officer)

My commission expires My Commission Expires February 14, 1999

*U.S. GPO: 1991-300-811/49217

JEFFERSON WATERMAN
INTERNATIONAL

RETAINER AGREEMENT

THIS AGREEMENT is made between the China External Trade Development Council ("the Council") and the firm of Jefferson-Waterman International ("the Firm").

(1) The Council and the Firm have agreed that the Firm shall render government relations and related public communications services to assist the Council, working with the Taipei Economic and Cultural Representative Office in Washington, D.C., in promoting and strengthening Taiwan's relations with the United States and, in general, providing such other appropriate advice and assistance as will serve to achieve these purposes.

(2) In carrying out the above operations, the Firm will utilize its personnel in accordance with its decisions as to devoting its best resources to each of the tasks assigned to it in a manner that will best assure the accomplishment of the above objectives consistent with the policies and operating procedures of the Council.

(3) The Council will pay the Firm a fee of one hundred-ten thousand dollars ($110,000.00) for the period of one year inclusive of all charges and expenses, with the exception of any international travel expenses subject to the client's request and prior approval. Upon commencement of this Agreement in December 1994, nine thousand one hundred sixty-seven dollars ($9,167.00) shall be paid to the Firm. The balance will be paid to the Firm monthly in eleven

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equal installments of $9,167.00 each, due by the last day of each month.

(4) This Agreement is for a one-year period, and will be extended annually upon the written agreement of both parties. This Agreement may be terminated by either the Council or the Firm upon sixty days' written prior notice by one to the other.

IN WITNESS WHEREOF, the parties have caused this agreement to be executed by their duly authorized representatives on the dates written below.

The China External Trade Develoment Council	Jefferson-Waterman International
By:	
Secretary General	CEO
Date: Jan. 13, 1995	Date: December 20, 1994