U.S. Department of Justice
Washington, DC 20530

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

OMB NO. 1124-0003

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials 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, DC. Statements are also available online at the Registration Unit's webpage: http://www.fara.gov/. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the Administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: http://www.fara.gov/.

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, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant	2. Registration No.
JWI, LLC dba Jefferson Waterman International	4990

3. This amendment is filed to accomplish the following indicated purpose or purposes:

- ☐ To give a 10-day notice of change in information as required by Section 2(b) of the Act.
- ☐ To correct a deficiency in
  - ☐ Initial Statement
  - ☐ Supplemental Statement for the period ending _____
  - ☐ Other purpose *(specify)*: _____
- ☒ To give notice of change in an exhibit previously filed.

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

Written contract cited in Exhibit B relating to Government of the Republic of Ghana (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 space is insufficient, a full insert page must be used.)*

Exhibit B, Question 4: "The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit."

This amendment attaches the written contract, which was unavailable at the time of filing Exhibit B.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)	(Type or print name under each signature[1])
January 14, 2011	Charles E. Waterman

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1 This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

Retainer Agreement

Jefferson Waterman International, LLC
And the
Republic of Ghana

Jefferson Waterman International (JWI) agrees to provide consulting and advocacy services to the Government of the Republic of Ghana regarding the United States Government. Specifically, JWI will:

Assist Ghanaian representatives in obtaining access to US Government departments and individuals with Interests in Ghana;

Establish positive working relationships with major electronic and print media regarding Ghana;

Establish positive relationships with members of the United States Congress;

Arrange appearances by Ghanaian officials and individuals in appropriate US institutes;

Generally provide assessments of attitudes and events in Washington as they affect Ghana.

This agreement will be valid for one year at the rate of $1,150,000.00 (One Million, One-Hundred Fifty Thousand Dollars).

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Charles E. Waterman
CEO, JWI

Witness: DOUGLAS JACKSON

Government of Ghana
JOHN H-M-NEWMAN

Witness:
ELIZABETH BRIEN-MENSAH

OFFICE OF THE PRESIDENT
THE CASTLE
OSU, ACCRA