

Exhibit B
To Registration Statement
Under the Foreign Agents R

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

Under the Foreign Agents Registration Act of 1938, as amended

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

Neill and Company, Inc.

Arab Republic of Egypt

Check Appropriate Boxes:

- 1. M 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. [1] 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. [1] 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.

The Registrant will advise the above-named Foreign Principal on legal, economic, political and commercial matters as they affect the Government of the Arab Republic of Egypt's relationship with the United States. In addition, the Registrant will consult from time to time with officials of the Government of the United States, including Members of Congress, on issues and potential legislation which, in the judgement of the Registrant, will be conducive to maintaining and strengthening the bonds of mutual trust and friendship which presently exist between the Government of the United States and the Government of the Arab Republic of Egypt.

5. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal principal content of the above foreign principal	5.	Describe fully the activities the	registrant engages in	or or	proposes to engage i	n on	behalf of	the above	foreign	princi	pal
---	----	-----------------------------------	-----------------------	-------	----------------------	------	-----------	-----------	---------	--------	-----

See #4 above

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(0) of the Act?

Yes [X] No [I]

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.

The Registrant will attempt to persuade the officials of the U.S. Government, including Members of Congress, to work toward strengthening relations between the United States and the Government of the Arab Republic of Egypt, in general, and to pursue legislation specifically designed to promote greater ties between the two nations in the area of commerce and economic development.

Date of Exhibit B

January 6, 1987

Name and Title

Denis M. Neill, President

Signature

Mais M. Hull

Political activity as defined in Section 1(0) 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 office 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 copolitical party.

EXTENSION AGREEMENT

In consideration of the continuation of the mutual obligations contained in the Agreement of December 8, 1981, between the Arab Republic of Egypt and Neill and Company, the parties hereby agree to extend that Agreement from the date of its expiration, December 7, 1986, for a period of two years, until December 7, 1988, whereupon it shall be automatically renewed for additional one year periods, unless terminated not less than 30 days before the end of any extension period. All other terms and conditions contained in that Agreement shall continue to apply to the period covered under this or any future extension.

In witness whereof, the parties hereto have caused this Agreement to be executed by their duly authorized representatives on the date set forth below.

THE ARAB REPUBLIC OF EGYPT

NEILL AND COMPANY, INC.

12/29/86 By: A. Linamy
12/29/86 Date: 12.23 65: