



EXHIBIT 1
to 2001 Euro Protocol

Montreal, November 27, 2001

International Swaps and Derivatives Association, Inc.
600 Fifth Avenue, 27th Floor
Rockefeller Center
New York, New York 10020-2302

Dear Sirs,

2001 Euro Protocol – Adherence

The purpose of this letter is to confirm our adherence to the 2001 Euro Protocol as published by the International Swaps and Derivatives Association, Inc. on September 24, 2001 (the “Protocol”). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party.

1. Annex Applicability

<i>Annex</i>	<i>Title</i>	<i>Applicability</i>
Annex 1	Euro – Payments and Rate Fixings	Applicable
Annex 2	Euro – Notional Redenomination	Applicable
Annex 3	Euro – Accounts for Payment	Applicable
Annex 4	Euro – Payment Netting	Applicable

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA, including, without limitation, the reproduction, display, posting or publication of this Adherence Letter.

National Bank Tower
600, rue de La Gauchetière Ouest
11th Floor
Montreal, Quebec H3B 4L2
Telephone: (514) 394-8724
Fax: (514) 394-8971

3. Payment

We enclose payment of U.S.\$1,000, or represent that we have previously made payment of that amount to you, in respect of our adherence to the Protocol.

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: François Bourassa,
Chief Legal Advisor - International and Capital Markets
National Bank of Canada
Address: 600 de La Gauchetière West
11th Floor, Montreal, Quebec, Canada, H3B 4L2
Telephone: 514-394-8370
Fax: 514-394-8971
E-Mail: francois.bourassa@bnc.ca

We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,

NATIONAL BANK OF CANADA

By: Louis Vachon
Name: Louis Vachon
Title: Senior Vice-President,
Treasury and Financial Markets

By: François Bourassa
Name: François Bourassa
Title: Chief Legal Advisor,
International and Capital Markets