

LEHMAN BROTHERS

5th October 2001

**International Swaps and Derivatives Association, Inc.
One New Change
London EC4M 9QQ**

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

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: Guy Milnthorpe / Karl Riemensperger
Address: Lehman Brothers International (Europe)
One Broadgate, London EC2M 7HA
Telephone: +44 20 7260 2133 / +44 20 7260 2183
Fax: + 44 20 7260 2044
E-Mail: gmilntho@lehman.com / kriemens@lehman.com

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,

LEHMAN BROTHERS SPECIAL FINANCING INC.

By:

Name: Robert Guglielmo
Title: Senior Vice President
Signature: Robert Guglielmo