

NationsBank, N.A.
New Broad Street House
35 New Broad Street
London EC2M 1NH
Tel 0171 282 2200
Fax 0171 282 2201
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NationsBank

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

Attention: Ms Angela Papesch

18th May 1998

Dear Sirs,

EMU Protocol - Adherence

The purpose of this letter is to confirm our adherence to the ISDA EMU Protocol as published by the International Swaps and Derivatives Association, Inc. on 6th May, 1998 (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. Specified Terms

| | | |
|---------|-------------------------------|------------|
| Annex 1 | ISDA EMU Continuity Provision | Applicable |
| Annex 2 | Price Sources | Applicable |
| Annex 3 | Payment Netting | Applicable |
| Annex 4 | EMU Definitions | Applicable |
| Annex 5 | Bond Options | 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.

Established as a banking corporation with limited liability under the National Bank Act of the U.S.A.
Registered at the Office of the Comptroller of the Currency, U.S. Department of Treasury under Charter No. 14448
with its head office at 101 S. Tryon Street, Charlotte, North Carolina, U.S.A. 28255
Having in Great Britain a branch registered in England and Wales with No. BR000435 at the above address.

NationsBank

3. Payment

We enclose payment of US\$500, or represent that we have previously made payment of that amount to you, in respect of our adherence to the EMU Protocol.

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Head of Operations
Address: New Broad Street House
35 New Broad Street
London EC2M 1NH
Telephone: 0171 282 2200
Fax: 0171 282 2201

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,

NationsBank, N.A.

By: _____
Name: J. Bennett
Title: Vice President