

BROWN SHIPLEY

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

26 May 2004

Dear Sirs

2002 Master Agreement Protocol - Adherence

The purpose of this letter is to confirm our adherence to the 2002 Master Agreement Protocol as published by the International Swaps and Derivatives Association, Inc. on 15th July, 2003 (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 will supplement and form part of each ISDA 2002 Master Agreement (now or in the future) between us and each other Adhering Party.

1. Specified Terms

Annex 1	1991 Definitions	[Applicable]
Annex 2	1998 Supplement	[Applicable]
Annex 3	2000 Definitions	[Applicable]
Annex 4	1992 FX Definitions	[Applicable]
Annex 5	1998 FX Definitions	[Applicable]
Annex 6	1993 Commodity Definitions	[Applicable]
Annex 7	2000 Commodity Supplement	[Applicable]
Annex 8	1994 Equity Option Definitions	[Applicable]
Annex 9	1996 Equity Definitions	[Applicable]
Annex 10	1997 Bond Option Definitions	[Applicable]
Annex 11	1997 Bullion Definitions	[Applicable]
Annex 12	1997 Short Form Bullion Definitions	[Applicable]
Annex 13	1999 Credit Definitions	[Applicable]
Annex 14	New York Annex	[Applicable]
Annex 15	English Annex	[Applicable]

Cont'd

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Annex 16	English Deed	[Applicable]
Annex 17	Japanese Annex	[Applicable]
Annex 18	2001 Margin Provisions	[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.

3. Payment

We enclose payment of U.S.\$500.00, in respect of our adherence to the Protocol.

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Paul Dowell
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Lothbury
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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

Brown, Shipley & Co. Limited

By:

Gary Williamson
Authorised Signature

Paul Dowell
Authorised Signature