

[CONFORMED COPY]

November 29, 2001

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

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.

3. Payment

We will wire transfer payment to your account at Citibank Branch 046 for value November 30, 2001, as directed by the payment options form located on the ISDA website.

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Kathryn A. Cassidy
Address: 201 High Ridge Road, Stamford, CT 06927
Telephone: (203) 357-6199
Fax: (203) 357-1191

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,

GENERAL ELECTRIC CAPITAL CORPORATION

By: /S/ Kathryn A. Cassidy _____
Kathryn A. Cassidy
Senior Vice President-Corporate
Treasury and Global Funding Operation
