



Paris, 22nd July 1998

**INTERNATIONAL SWAPS AND DERIVATIVES
ASSOCIATION INC.**

One New Change
London EC4M 9QQ
ENGLAND

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 Provisions	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.

3. Payment

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

56, rue de Lille - 75356 Paris 07 SP

Société Financière, S.A. au capital de 3 000 000 000 F - RCS : Paris B 340 706 407 - Siège social : 51, rue de Lille - 75007 Paris

— GROUPE —
CAISSE DES DÉPÔTS

4. Contact Details

Our contact Details for purposes of this Adherence Letter are:

Name: Ms. Nathalie RIEZ-THIOLLET
Address: CAISSE DES DEPOTS ET CONSIGNATIONS
Service Juridique Post-Marché
56, rue de Lille
75356 Paris 07 SP – France
Telephone: (33) 1.40.49.54.42
Fax: (33) 1 40.49.89.88

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,

CDC MARCHES

By: _____

Name: Michel BOIS

Title: Responsable des Services Post-Marché
et Contrôle

By: _____

Name: Nathalie RIEZ-THIOLLET

Title: Responsable du Service Juridique
Post-Marché