



Rabo Capital Services, Inc.

245 Park Avenue
New York, NY 10167-0062 U.S.A.
212-916-7800

24 September 1998

INTERNATIONAL SWAPS AND DERIVATIVES ASSOCIATION, INC.
One New Change
London EC4M 9QQ

Ladies and Gentlemen:

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

An affiliate of

***Rabobank
International***

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, in respect of our adherence to the EMU Protocol.

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Boon Chai Lee
Address: Rabo Capital Services, Inc.
245 Park Avenue
New York, New York 10017
Telephone: 212-808-6875
Fax: 212-808-2578

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,
RABO CAPITAL SERVICES, INC.

[Robert Benoit]

By: _____
Name: Robert Benoit
Title: Vice President and Director

[Paul Florcruz]

By: _____
Name: Paul Florcruz
Title: Vice President