



07 December 2001

International Swaps and Derivatives Association, Inc.
600 Fifth Avenue, 27th Floor
Rockefeller Center
New York New York 10020-2301

Dear Sirs,

Re: 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 a part of each ISDA Master Agreement between us and each other Adhering Party.

1. Annex Applicability

<u>Annex</u>	<u>Title</u>	<u>Applicability</u>
Annex 1	Euro – Payments and Rate Fixings	Applicable
Annex 2	Euro - Notional Red nomination	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 purpose 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 enclose payment of \$1,000, or represent that we have previously made payment of that amount to you, in respect of our Adherence Letter.

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Goldman Sachs & Co.
Address: 85 Broad Street
New York New York 10004
Telephone: 212-357 2635
Fax: 212-357 6806
E-mail: duncan.wade@gs.com

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,

Goldman Sachs & Co.

By _____
Name: Duncan Wade
Title: Vice President

Enc.