

Dresdner Bank AG
London Branch
PO Box 18075
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2 Swan Lane
London EC4R 3UX

Financial Markets Lawyers Group 59 Maiden Lane – 27th Floor New York, NY 10038

USA

Attn: Nikki Poulos, Secretary

Telephone: +44 (0)171 623 8000 Telex: General 885540 DRES BK G

Dear Sirs

EMU Protocol - Adherence

The purpose of this letter is to confirm our adherence to the FMLG/BBA EMU Protocol as published by the Financial Markets Lawyers Group ("FMLG") on 8th October, 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 Master Agreement between us and each other Adhering Party.

1. Specified Terms

Annex 1 EMU Continuity Provision: Applicable

Annex 2 Price Sources: Not applicable

Annex 3 Payment Netting: Applicable

Annex 4 EMU Definitions: Applicable

Annex 5 Average Rate Options: Applicable

Annex 6 Average Barrier Options: Applicable

2. Appointment as Agent and Release

We hereby appoint the FMLG Chair with full power of substitution, and any successor in such position, as our agent for the limited purposes of the Protocol. This appointment is coupled with an interest and is irrevocable. We acknowledge that the agent will also act as agent for other Adhering Parties. Delivery of an Adherence Letter to the agent shall be deemed delivery to each other party for which it is acting as agent. Accordingly we waive, and hereby release such agent, the FMLG and each of its members, the Federal Reserve Bank of New York and any component of the Federal Reserve System and the BBA 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 the FMLG Chair and BBA.

Regulated by SFA for the conduct of investment business in the UK Member Firm of the London Stock Exchange

Incorporated in Germany with limited liability. Registered in England and Wales No. FC007638

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3. **Contact Details**

Our contact details for purposes of this Adherence Letter are:

Name:

Michael Wood, Senior Manager

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We consent to the publication of the conformed copy of this letter by the FMLG Chair and BBA and to the disclosure by the FMLG Chair and BBA of the contents of this letter.

Yours faithfully

Dresdner Bank AG

By: SIMON J.LEIFER JOHN M.BALL

Name: Simon J. Leifer Title: Attorney

Name: John M. Ball Title: Attorney