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LOBBYING REPORT

H. D.

Lobbying Disclosure Act of 1995 (Section 5) - All Filers Are Required To Complete This Page

1. Registrant Name Goodwin, Procter & Hoar LLP			
2. Address <input type="checkbox"/> Check if different than previously reported 1717 Pennsylvania Avenue, N.W., 5th Floor			
3. Principal Place of Business (if different from line 2) City: Washington State/Zip (or Country) D.C., 20006			
4. Contact Name Jeremiah S. Buckley	Telephone (202) 974-1000	E-mail (optional)	5. Senate ID # 16533-48
7. Client Name <input type="checkbox"/> Self Massachusetts Bankers Association	6. House ID # 33408002		

TYPE OF REPORT 8. Year _____ Midyear (January 1-June 30) OR Year End (July 1-December 31)

9. Check if this filing amends a previously filed version of this report

10. Check if this is a Termination Report ⇨ Termination Date _____

11. No Lobbying Activity

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13	
<p>12. Lobbying Firms</p> <p>INCOME relating to lobbying activities for this reporting period was:</p> <p>Less than \$10,000 <input checked="" type="checkbox"/></p> <p>\$10,000 or more <input type="checkbox"/> ⇨ \$ _____ <small>Income (nearest \$20,000)</small></p> <p>Provide a good faith estimate, rounded to the nearest \$20,000, of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).</p>	<p>13. Organizations</p> <p>EXPENSES relating to lobbying activities for this reporting period were:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input type="checkbox"/> ⇨ \$ _____ <small>Expenses (nearest \$20,000)</small></p> <p>14. REPORTING METHOD. Check box to indicate expense accounting method. See instructions for description of options.</p> <p><input type="checkbox"/> Method A. Reporting amounts using LDA definitions only</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033(b)(8) of the Internal Revenue Code</p> <p><input type="checkbox"/> Method C. Reporting amounts under section 162(e) of the Internal Revenue Code</p>

Signature *Jeremiah S. Buckley*
 Printed Name and Title Jeremiah S. Buckley, Partner

Registrant Name Goodwin, Procter & Hoar, LLP Client Name Massachusetts Bankers Association

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code BAN (one per page)

16. Specific lobbying issues

Legislation and/or administration actions that affect Massachusetts financial institutions, including, but not limited to, rules relating to mutual stock conversions of securities corporations and other matters relating to securities corporations.

17. House(s) of Congress and Federal agencies contacted Check if None

House of Representatives
Senate
Federal Deposit Insurance Corporation
Office of the Comptroller of the Currency

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)	New
Jeremiah S. Buckley	Partner	<input type="checkbox"/>
Margo H.K. Tank	Associate	<input type="checkbox"/>
		<input type="checkbox"/>
		<input type="checkbox"/>
		<input type="checkbox"/>
		<input type="checkbox"/>
		<input type="checkbox"/>
		<input type="checkbox"/>

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Signature Jeremiah S. Buckley Date 8/16/99
Printed Name and Title Jeremiah S. Buckley, Partner