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LOBBYING REGISTRATION

Lobbying Disclosure Act of 1995 (Section 4)

Check if this is an Amended Registration 1. Effective Date of Registration 12/5/02

2. House Identification Number _____ Senate Identification Number _____

REGISTRANT

Registrant Name **Covington & Burling**

Address **1201 Pennsylvania Avenue**

City **Washington** State **D.C.** Zip **20004**

4. Principal place of business (if different from line 3)
City _____ State/Zip (or Country) _____

5. Telephone number and contact name
(292) 662-5206 Contact **Joan Kutcher** Email (optional) **jkutcher@**

6. General description of registrant's business or activities **law firm**

CLIENT

A Lobbying firm is required to file a separate registration for each client. Organizations employing in-house should check the box labeled "Self" and proceed to line 10. Self

7. Client Name **Affiliated Computer Systems Inc., State and Local Solutions**

Address **300 Frank W. Burr Blvd., 6th Floor**

City **Teaneck** State **NJ** Zip **07666**

8. Principal place of business (if different from line 7) **Teaneck, NJ and Washington, D.C.**

City _____ State/Zip (or Country) _____

9. General description of client's business or activities **business process outsourcing services**

LOBBYISTS

10. Name of each individual who has acted or is expected to act as a lobbyist for the client identified in line 7. If any person listed in this section has served as a "covered executive branch official" or "covered legislative branch official" within two years of first acting as a lobbyist for the client, the executive and/or legislative position(s) in which the person served

Name	Covered Official Position (if applicable)
Joan Kutcher	

Registrant Name Covington & Burling Client Name Affiliated Computer Systems Inc
Local Solutions

LOBBYING ISSUES

11. General lobbying issue areas. Select all applicable codes listed in instructions and on the revers of Form LD-1, page 1.

WEL

12. Specific lobbying issues (current and anticipated) **Electronic benefit transfer issues.**

AFFILIATED ORGANIZATIONS

13. Is there an entity other than the client that contributes more than \$10,000 to the lobbying activities of the registrant in a semiannual period **and** in the whole or major part plans, supervises or controls the registrant's lobbying activities?

No ⇒ Go to line 14.

Yes ↓ Complete the rest of this section each entity matching the criteria above, proceed to line 14.

Name	Address	Principal Place of Business (city and state or country)
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FOREIGN ENTITIES

14. Is there any foreign entity that:

- a) holds at least 20% equitable ownership in the client or any organization identified on line 13;
- b) directly or indirectly, in whole or in major part, plans, supervises, controls, directs, finances or subsidizes activities of the client or any organization identified on line 13; **or**
- c) is an affiliate of the client or any organization identified on line 13 and has a direct, indirect or substantial outcome of the lobbying activity?

No ⇒ Sign and date the registration.

Yes ↓ Complete the rest of this section for each entity matching the criteria above, then sign and date the registration..

Name	Address	Principal place of Business (city and state or country)	Amount of contribution for lobbying activities	Ownership percentage of client
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Signature *Joan L. Kutcher* Date February 13, 2002
Printed Name and Title Joan L. Kutcher, Special Counsel