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LOBBYING REPORT

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

1. Registrant Name Goodwin Procter, LLP			
2. Address <input type="checkbox"/> Check if different than previously reported 1717 Pennsylvania Avenue, NW, Suite 500			
3. Principal Place of Business (if different from line 2) Washington DC 20006 City: State/zip (or Country)			
4. Contact Name Thomas M. Hefferon	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 2001 Midyear (January 1-June 30) OR Year End (July 1-De
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 Lobbyi

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13

<p align="center">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"/> ⇨ \$ _____ Income (nearest \$20,000)</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 align="center">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"/> ⇨ \$ _____ Expenses (nearest \$20,000)</p> <p>14. REPORTING METHOD. Check box to indicate reporting accounting method. See instructions for description of options.</p> <p><input type="checkbox"/> Method A. Reporting amounts using LDA definition</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033 Internal Revenue Code</p> <p><input type="checkbox"/> Method C. Reporting amounts under section 162(e) Internal Revenue Code</p>
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Signature _____ Date _____

Printed Name and Title

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Registrant Name Goodwin Procter, LLP Client Name Massachusetts Bankers Association

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each 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, 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

U.S. House of Representatives
U.S. 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)
Jeremiah S. Buckley	Partner
Margo H.K. Tank	Partner

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

Signature *John M. Kelly* Date July 12, 2004

Printed Name and Title Thomas M. Hemen, Partner

Form LD-2 (Rev. 4/03)

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