

2012 P2 Client Periodic Report

Lobbyist Name: Bolton-St. Johns LLC

Client Name: Phelps Dodge Refining Corporation

Lobbyist Information

| | |
|---------------------------|---|
| Principal Officer Name | McCarthy, Bill |
| Principal Officer Title | Partner |
| Principal Officer Email | BLOCKED_EMAIL |
| Principal Officer Phone | (518) 462-4620 |
| Lobbyist Business Name | Bolton-St. Johns LLC |
| Lobbyist Business Address | 146 State St., Lower Level, Albany, NY 12207 United States of America |
| Lobbyist Business Phone | (518) 462-4620 |

Client Information

| | |
|------------------|--|
| Client Name | Phelps Dodge Refining Corporation |
| Business Address | One N. Central Ave, 17th Floor, Phoenix, AZ 85004 United States of America |
| Client P.O. Name | Brunner, Joseph |
| Business Phone | (602) 366-8100 |
| Business Email | BLOCKED_EMAIL |

Summary of Compensation from Client

| | |
|--|-------------|
| Total Compensation Paid or Owed for Current Period | \$36,000.00 |
|--|-------------|

Lobbying Expenses

| | |
|---|----------|
| Aggregate of all expenses for salaries of support staff | \$727.00 |
| Total of Aggregate Expenses \$75.00 or less | \$191.00 |
| Are there expenses greater than \$75.00? | YES |

2012 P2 Client Periodic Report

Lobbyist Name: Bolton-St. Johns LLC

Client Name: Phelps Dodge Refining Corporation

Itemized Expenses

Itemized Expense # 1

| | |
|---------|---------------|
| Paid to | Robinson Brog |
|---------|---------------|

| | |
|--------|------------|
| Amount | \$5,000.00 |
|--------|------------|

| | |
|---------|------------|
| Purpose | legal fees |
|---------|------------|

Itemized Expense # 2

| | |
|---------|-----------------------|
| Paid to | Connective Strategies |
|---------|-----------------------|

| | |
|--------|------------|
| Amount | \$5,000.00 |
|--------|------------|

| | |
|---------|------------------|
| Purpose | issue monitoring |
|---------|------------------|

Itemized Expense # 3

| | |
|---------|-------------------|
| Paid to | Ostrow & Partners |
|---------|-------------------|

| | |
|--------|------------|
| Amount | \$4,000.00 |
|--------|------------|

| | |
|---------|------------------|
| Purpose | issue monitoring |
|---------|------------------|

| | |
|------------------------|-------------|
| Itemized Expense Total | \$14,000.00 |
|------------------------|-------------|

| | |
|-----------------------------------|-------------|
| Total Expenses for Current Period | \$14,918.00 |
|-----------------------------------|-------------|

Reimbursed Expenses

| | |
|--|-------------|
| Total Reimbursed Expenses for Current Period | \$14,000.00 |
|--|-------------|

2012 P2 Client Periodic Report

Lobbyist Name: Bolton-St. Johns LLC

Client Name: Phelps Dodge Refining Corporation

CERTIFICATION

I certify that all statements made on this report are true and correct to the best of my knowledge and belief, and I understand that the willful false statement of any material fact herein will subject me to the provisions of law relevant to the making of false instruments and will render such statement null and void.

| | |
|------------------------|----------------|
| Principal Officer Name | McCarthy, Bill |
|------------------------|----------------|

| | |
|-------------------------|---------------|
| Principal Officer Email | BLOCKED_EMAIL |
|-------------------------|---------------|

| | |
|--------------------|------------------|
| Certification Date | 05/16/2012 12:15 |
|--------------------|------------------|

ELECTRONIC SIGNATURE

Bill McCarthy was required to indicate acceptance of the representations made in the following statement by entering his or her password used to access the E-Lobbyist, New York City Lobbyist Filing System and pressing the Submit button to affix his or her electronic signature and file the report with the Office of City Clerk - City of New York.

"I certify that all statements made on this report are true and correct to the best of my knowledge and belief, and I understand that the willful false statement of any material fact herein will subject me to the provisions of law relevant to the making of false instruments and will render such statement null and void."