REPUBLIC OF HONDURAS

January 29, 2001

International Development Association 1818 H Street, N.W. Washington, D.C. 20433

Re: HONDURAS: Credit No.3435-HO (Access to Land Pilot Project) Implementation Letter

Dear Sirs:

Please refer to the Development Credit Agreement (Access to Land Pilot Project) of even date herewith entered into by and between Republic of Honduras (the Borrower) and International Development Association (the Association).

This letter is the Implementation Letter referred to in Section 1.02 (g) of the Development Credit Agreement.

(a) The conditional guarantee referred to in Section 3.05 (a) (i) of the Development Credit Agreement shall be limited to an aggregate amount equivalent to US\$300,000 (three hundred thousand Dollars); and (b) with respect to Section 3.10 of the Development Credit Agreement, the annex to this letter sets forth the Project's indicators.

Please confirm your agreement with the above and with the annex by signing this letter in the space provided below.

Very truly yours,

REPUBLIC OF HONDURAS

By /s/ Authorized Representative

AGREED AND CONFIRMED:

INTERNATIONAL DEVELOPMENT ASSOCIATION

By /s/

Authorized Representative

Date: