

June 28, 2013

Joseph Maher
Designated Agency Ethics Official
Department of Homeland Security
Washington, DC 20528-3650

Dear Mr. Maher:

The purpose of this letter is to describe the steps that I will take to avoid any actual or apparent conflict of interest in the event that I am appointed to the position of Deputy Secretary, Department of Homeland Security.

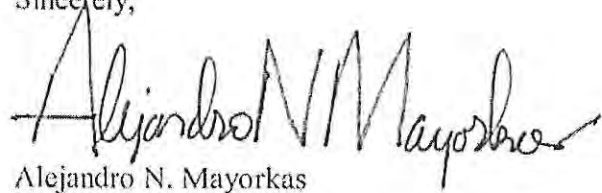
As required by 18 U.S.C. § 208(a), I will not participate personally and substantially in any particular matter that has a direct and predictable effect on my financial interests or those of any person whose interests are imputed to me, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). I understand that the interests of the following persons are imputed to me: any spouse or minor child of mine; any general partner of a partnership in which I am a limited or general partner; any organization in which I serve as officer, director, trustee, general partner or employee; and any person or organization with which I am negotiating or have an arrangement concerning prospective employment.

My spouse and I will divest our interests in the following entities within 90 days of my confirmation: Alerian Master Limited Partnership, AT&T, Cisco Systems, Exxon Mobil, General Electric, Goldman Sachs, Guaranty Bancorp, Intel, Johnson & Johnson, Merrill Lynch, Microsoft, PPL Corp., and Pfizer. With regard to each of these entities, I will not participate personally and substantially in any particular matter that has a direct and predictable effect on the financial interests of the entity until we have divested it, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to § 208(b)(2).

I understand that as an appointee I must continue to abide by the Ethics Pledge (Exec. Order No. 13490) that I previously signed and that I will be bound by the requirements and restrictions therein in addition to the commitments I have made in this and any other ethics agreement.

I have been advised that this ethics agreement will be posted publicly, consistent with 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics with other ethics agreements of Presidential nominees who file public financial disclosure reports.

Sincerely,

A handwritten signature in black ink that reads "Alejandro N. Mayorkas". The signature is written in a cursive style with a large initial 'A' and a long horizontal stroke at the end.

Alejandro N. Mayorkas