

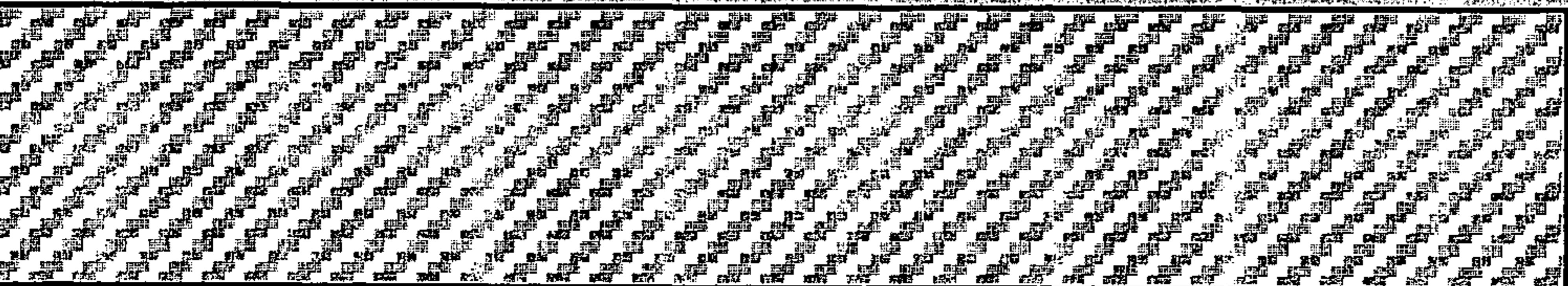
UNITED STATES SENATE FINANCIAL DISCLOSURE REPORT FOR ANNUAL AND TERMINATION FILERS

<input type="checkbox"/> Amendment			
Last Name	First Name and Middle Initial	Annual Report	
FEINSTEIN	DIANNE	Calendar Year Covered by Report	Senate Office / Agency in Which Employed
Senate Office Address (Number, Street, City, State, and ZIP Code)	Senate Office Telephone Number (Include Area Code)	Termination Report	Prior Office / Agency in Which Employed
331 Hart, Senate Bldg. Washington DC 20519	(2002) 224-3841	Termination Date (mm/dd/yy)	

AFTER READING THE INSTRUCTIONS – ANSWER EACH OF THESE QUESTIONS AND ATTACH THE RELEVANT PART

Question	YES	NO	Question	YES	NO
Did any individual or organization make a donation to charity in lieu of paying you for a speech, appearance, or article in the reporting period? If Yes, complete and attach PART I.	<input type="checkbox"/>	<input checked="" type="checkbox"/>	Did you, your spouse, or dependent child receive any reportable travel or reimbursements for travel in the reporting period (i.e., worth more than \$350 from one source)? If Yes, complete and attach PART VI.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Did you or your spouse have earned income (e.g., salaries or fees) or non-investment income of more than \$200 from any reportable source in the reporting period? If Yes, complete and attach PART II.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Did you, your spouse, or dependent child have any reportable liability (more than \$10,000) during the reporting period? If Yes, complete and attach PART VII.	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Did you, your spouse, or dependent child hold any reportable asset worth more than \$1,000 at the end of the period, or receive unearned or investment income of more than \$200 in the reporting period? If Yes, complete & attach PART IIIA and/or IIIB.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Did you hold any reportable positions on or before the date of filing in the current calendar year? If Yes, complete and attach PART VIII.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Did you, your spouse, or dependent child purchase, sell, or exchange any reportable asset worth more than \$1,000 in the reporting period? If Yes, complete and attach PART IV.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Do you have any reportable agreement or arrangement with an outside entity? If Yes, complete and attach PART IX.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Did you, your spouse, or dependent child receive any reportable gift in the reporting period (i.e., aggregating more than \$350 and not otherwise exempt)? If Yes, complete and attach PART V.	<input type="checkbox"/>	<input checked="" type="checkbox"/>	If this is your FIRST Report: Did you receive compensation of more than \$5,000 from a single source in the two prior years? If Yes, complete and attach PART X.	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Each question must be answered and the appropriate PART attached for each "YES" response.

	FOR OFFICIAL USE ONLY Do Not Write Below this Line 13 MAY 15 PM 2:48 RECEIVED: SECRETARY OF THE SENATE <i>134</i>
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Reporting Individual's Name

DIANNE FEINSTEIN

PART II. EARNED AND NON-INVESTMENT INCOME (OF DIANNE FEINSTEIN)

Page Number

2

Report the source (name and address), type, and amount of earned income to you from any source aggregating \$200 or more during the reporting period. For your spouse, report the source (name and address) and type of earned income which aggregate \$1,000 or more during the reporting period. No amount needs to be specified for your spouse. (See p.3, CONTENTS OF REPORTS Part B of Instructions.) Do not report income from employment by the U.S. Government for you or your spouse.

Individuals not covered by the Honoraria Ban:

For you and /or your spouse, report honoraria income received which aggregates \$200 or more by exact amount, give the date of, and describe the activity (speech, appearance or article) generating such honoraria payment. Do not include payments in lieu of honoraria reported on Part I.

Reporting Individual's Name

DIANNE FEINSTEIN

Page Number

3

PART II. EARNED AND NON-INVESTMENT INCOME

Report the source (name and address), type, and amount of earned income to you from any source aggregating \$200 or more during the reporting period. For your spouse, report the source (name and address) and type of earned income which aggregate \$1,000 or more during the reporting period. No amount needs to be specified for your spouse. (See p.3, CONTENTS OF REPORTS Part B of Instructions.) Do not report income from employment by the U.S. Government for you or your spouse.

Individuals not covered by the Honoraria Ban:

For you and /or your spouse, report honoraria income received which aggregates \$200 or more by exact amount, give the date of, and describe the activity (speech, appearance or article) generating such honoraria payment. Do not include payments in lieu of honoraria reported on Part I.

Name of Income Source		Address (City, State)	Type of Income	Amount
Example:	JP Computers	Wash., DC	Example	Salary Example \$15,000
	MCI (Spouse)	Arlington, VA	Example	Salary Example Over \$1,000
1	Blum Capital Partners, L.P. (Spouse)	San Francisco, CA	Salary	Over \$1,000
2	Pacific Life Insurance Company (Spouse)	Newport Beach, CA	Retirement Plan	Over \$1,000
3	Delta Air Lines, Inc. (Spouse)	Atlanta, GA	Travel Benefits Received	\$400
4	CDP – Concord Egyptian Fund (Spouse)	St. Peter Port, Guernsey	Director's Fees	Over \$1,000
5	CBRE Group, Inc. (formerly CB Richard Ellis Group, Inc.)	El Segundo, CA	Director's Fees	Over \$1,000
6	Coral Growth Investments Limited (Spouse)	St. Peter Port, Guernsey	Director's Fees	Over \$1,000
7	Fidelity Investments (Spouse)	San Francisco, CA	Retirement Plan	Over \$1,000
8	Lincoln Life Insurance	Lincoln, NE	Retirement Plan	\$340
9				
10				
11				
12				
13				
14				

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(of Dianne Feinstein)**

Page Number

4

BLOCK A**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000***	\$5,000,001 - \$55,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income							Amount of Income														
Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$10,000	\$10,001 - \$1,000,000	Over \$1,000,000	\$1,001 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$100,001 - \$1,000,000	Over \$1,000,000	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount
X																					
	X																				

S, Example:
DC, or J

IBM Corp. (stock)

(S) Keystone Fund

1 City & County of San Francisco

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein)

Page Number

5

BLOCK A

**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Capital Partners, L.P.)

Page Number

6

BLOCK A**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, **CONTENTS OF REPORTS Part B of Instructions**) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
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Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000*	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	IBM Corp. (stock)											Actual Amount
S	Blum Capital Partners, L.P.:											Required if "Other" Specified
			X									
				X								
S	eResearch Technology, Inc.											
	Common Stock	X										
S	PRGX Global, Inc.											
	Common Stock	X										
S	Career Education Corporation											
	Common Stock		X									
S	JDA Software Group, Inc.											
	Common Stock	X										

Dividends**Rent****Interest****Capital Gains****Excepted Investment Fund****Qualified Blind Trust****Excepted Trust****Other****(Specify Type)****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X****X****X****X****X****X****X****X****X****Example****X****X****X**

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through BK Capital Partners IV, L.P.)**

Page Number

8

BLOCK A
Identity of Publicly Traded Assets
And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "uneamed" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through BK Capital Partners IV, L.P. (continuation))**

Page Number

9

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS *Part B of Instructions*) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
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Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C e and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through BK Capital Partners IV, L.P. (continuation))**

Page Number

10

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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BLOCK B

**At the close of reporting period
If None, or less than \$1,001,
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BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners, L.P.)

Page Number

11

BLOCK A**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, **CONTENTS OF REPORTS Part B of Instructions**) for production of income or investment which:

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Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

												Actual Amount
												Required if "Other" Specified

IBM Corp. (stock)

S, Example:
DC, or J (S) Keystone Fund

S Stinson Capital Partners, L.P.:

(14.77% owned by Blum Capital Partners, L.P.)

S CBRE Group, Inc.

Common Stock

S ITT Educational Services, Inc.

Common Stock

S JDA Software Group, Inc.

Common Stock

S Interxion Holding NV

Common Stock

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners, L.P. (continuation))

Page Number

BLOCK A
Identity of Publicly Traded Assets
And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

X
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners, L.P. (continuation))

Page Number
13

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners (QP), L.P.)

Page Number

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BLOCK A

Identity of Publicly Traded Assets And Uneamed Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

Valuation of Assets

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners (QP), L.P. (continuation))

Page Number

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BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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BLOCK 8

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

		Check the box column										Type of Income	Amount of Income					
		\$1,000 or less than \$1,000										Other (Specify Type)	Actual Amount					
		\$1,001 - \$15,000										Dividends	Example	Required if "Other" Specified				
S, Example: DC, or J	IBM Corp. (stock)			X								X						
	(S) Keystone Fund			X								X						
S	eResearch Technology, Inc.																	
	Common Stock	X										X						
S	JDA Software Group, Inc.																	
	Common Stock	X											X					
S	Avid Technology, Inc.																	
	Common Stock	X											X					
S	Career Educational Corporation																	
	Common Stock	X											X					
S	SBA Communications Corporation																	
	Common Stock	X											X					

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners L, L.P. (continuation))**

Page Number

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BLOCK A

**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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BLOCK B

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Check the first column.

BLOCK C and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners L, L.P. (continuation))

Page Number

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BLOCK A**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, *CONTENTS OF REPORTS Part B of Instructions*) for production of income or investment which:

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Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
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None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
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X							Example	X											Example
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S Career Education Corporation

Common Stock X

S Advance Auto Parts, Inc.

Common Stock X

S SBA Communications Corporation

Common Stock X

S Collective Brands, Inc.

Common Stock X

S SEI Investments Company

Common Stock X

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners L, L.P. (continuation))

Page Number

21

BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners L, L.P. (continuation))

Page Number

BLOCK A

Identity of Publicly Traded Assets And Uneamed Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

**At the close of reporting period
If None, or less than \$1,001,
Check the first column.**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

BLOCK C

Type and Amount of Income

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners L, L.P. (continuation))

Page Number

23

BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners C, L.P.)

Page Number

24

BLOCK A**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, **CONTENTS OF REPORTS Part B of Instructions**) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None or less than \$1,001	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	IBM Corp. (stock)											Actual Amount Required if 'Other' Specified
S	Stinson Capital Partners C, L.P.:											
	(5.0% owned by Blum Capital Partners, L.P.)											
S	JDA Software Group, Inc.											
	Common Stock	X										
S	ITT Educational Services, Inc.											
	Common Stock	X										
S	CareFusion Corporation											
	Common Stock	X										

Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)
X							X	\$201 - \$1,000

Example
X

None (or less than \$201)	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$10,000	\$10,001 - \$1,000,000	Over \$1,000,000***	Over \$5,000,000	Over \$50,000,000	Over \$500,000

Example
X

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners C, L.P. (continuation))

Page Number

25

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

Amount of Income

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners C, L.P. (continuation))

Page Number

26

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
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income during the reporting period.
Include on this PART IIIA a complete
identification of each public bond, mutual
fund, publicly traded partnership interest,
excepted investment funds, bank accounts,
excepted and qualified blind trusts, and
publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes Income received or accrued to the benefit of the Individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Stinson Capital Partners C, L.P. (continuation))

Page Number

BLOCK A

Identity of Publicly Traded Assets And Uneamed Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for

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If None, or less than \$1,001,
Check the first column.

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If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic GP II, L.L.C.(continuation))

Page Number

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BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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BLOCK B

At the close of reporting period
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BLOCK C and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity II, L.L.C.)

Page Number

BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity II, L.L.C. (continuation))

Page Number

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BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic GP III, L.L.C. (continuation))**

Page Number

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BLOCK A

**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: .

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BLOCK B
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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic GP III, L.L.C. (continuation))

Page Number

34

BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity III, L.L.C.)

Page Number

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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BLOCK B
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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity III, L.L.C. (continuation))

Page Number

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BLOCK A
Identity of Publicly Traded Assets
And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child. (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity III, L.L.C. (continuation))

Page Number

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BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS *Part B of Instructions*) for production of income or investment which:

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BLOCK B
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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic GP IV, L.L.C.)

Page Number
38

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

		Check the first column.										
		Type of Income					Amount of Income					
S,	IBM Corp. (stock)											Actual Amount
S, Example: DC, or J	(S) Keystone Fund	X										Required if "Other" Specified
S	Blum Strategic GP IV, L.L.C. : (21.97% owned by Richard C. Blum)		X									
S	Blum Strategic Partners IV, L.P. : (1.0% owned by Blum Strategic GP IV, L.L.C.)			X								
S	CBRE Group, Inc. Common Stock				X							
S	ITT Educational Services, Inc. Common Stock					X						

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic GP IV, L.L.C. (continuation))**

Page Number

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BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic GP IV, L.L.C. (continuation))

Page Number

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BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Valuation of Assets

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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic GP IV, L.L.C. (continuation))

Page Number

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BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity IV, L.L.C.)**

Page Number

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BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Type of Income

Amount of Income

Type and Amount of Income

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity IV, L.L.C. (continuation))

Page Number

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Type of Income

Amount of Income

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity IV, L.L.C. (continuation))

Page Number

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BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

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Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Equity IV, L.L.C. (continuation))

Page Number

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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																																	
												At the close of reporting period. If None, or less than \$1,001, Check the first column.					If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.					Type of Income					Amount of Income																		
		\$0		\$1,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		Over \$1,000,000***		\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000		Over \$50,000,000		None (or less than \$201)		\$201 - \$1,000		\$1,001 - \$2,500		\$2,501 - \$5,000		\$5,001 - \$100,000		\$100,001 - \$1,000,000		Over \$1,000,000***		\$1,000,001 - \$5,000,000		Over \$5,000,000		Actual Amount		Required if "Other" Specified	
S,	Example:	IBM Corp. (stock)																																											
DC, or J	(S) Keystone Fund																																												
S	eResearch Technology, Inc.																																												
	Common Stock																																												
S	Interxion Holding NV																																												
	Common Stock																																												

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Strategic Holdings, L.P.)

Page Number

45 A

BLOCK A**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, *CONTENTS OF REPORTS Part B of Instructions*) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
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X									X										Example
		X		X						X									Example

S Blum Strategic Holdings, L.P. :

(67.8% owned by Richard C. Blum)

(.1% owned by Blum Capital Partners, L.P.)

S CBRE Group, Inc.

Common Stock

X

X

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Family Partners, L.P.)

Page Number

46

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001
Check the first column.

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

BLOCK C

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Family Partners, L.P. (continuation))

Page Number

46 A

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Blum Family Partners, L.P. (continuation))

Page Number

46 B

BLOCK A
**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

**At the close of reporting period
If None, or less than \$1,001,
Check the first column.**

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse Richard C. Blum)

Page Number

47

BLOCK A

Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse Richard C. Blum (continuation))

Page Number

48

BLOCK A

**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Richard C. Blum & Associates, Inc. (continuation))

Page Number

50

BLOCK A

**Identity of Publicly Traded Assets
And Unearned Income Sources**

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which:

(1) had a value exceeding \$1,000 at the close of the reporting period; and/or

(2) generated over \$200 in "unearned" income during the reporting period.

Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

**At the close of reporting period
If None, or less than \$1,001,
Check the first column.**

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein)

Page Number

51

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned"

income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK

Valuation of Assets

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

Description of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which:		Check the first column.																																																													
		Type of Income					Amount of Income																																																								
		None (or less than \$1,001)		\$1,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		Over \$1,000,000***		\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000		Over \$50,000,000		Dividends		Rent		Interest		Capital Gains		Excepted Investment Fund		Excepted Trust		Qualified Blind Trust		Other (Specify Type)		None (or less than \$201)		\$201 - \$1,000		\$1,001 - \$2,500		\$2,501 - \$5,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		Over \$1,000,000***		\$1,000,001 - \$5,000,000		Over \$5,000,000		Actual Amount	
Example: S, DC, or J		JP Computer, Wash DC		X																												Example																															
		Undeveloped land, Dubuque, Iowa		X																										Example																																	
M	Bertram Feinstein Trust (Dianne Feinstein is primary beneficiary)																																																														
M	Bank of America Deposit Account San Francisco, CA																																																														
M	First Republic Bank Deposit Account San Francisco, CA																																																														

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Dianne Feinstein (continuation))

Page Number

52

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Dianne Feinstein (continuation))**

Page Number

53

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**



Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Dianne Feinstein (continuation))

Page Number

54

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Type of Income					Amount of Income					Actual Amount Required if "Other" Specified						
												Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,001 - \$5,000,000
S, Example: DC, or J	JP Computer, Wash DC				x														x									Example
	Undeveloped land, Dubuque, Iowa				x														x									Example
	Jennison Portfolio Fund	x																	x									
	Prudential Value	x																	x									
	Prudential Diversified Bond	x																	x									
	Franklin JHVIT International Value (formerly JHT International Value)	x																	x									
	Hancock Short Term Gov't (formerly MFC Short Term Gov't)	x																	x									
	MFC Strategic Income	x																	x									
	Pacific Total Return	x																	x									
	SP International Value	x																	x									

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein (continuation))

Page Number

55

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**



Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Dianne Feinstein (continuation))**

Page Number

56

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

**Actual
Amount**

**Required
if
"Other"
Specified**

**Required
if
"Other"
Specified**

Example

Example

EXEMPTION TEST (*see Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**



Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Dianne Feinstein & Richard Blum)

Page Number

57

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "uneamed" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

S,Example:
DC,
or
J JP Computer, Wash DC**J**

Undeveloped land, Dubuque, Iowa

	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Exempted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$10,000	\$10,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
S, Example: DC, or J	X																	Example
J			X															Example
J Carlton Hotel Properties, L.P.																		
San Francisco, CA									X									
J Bank of America																		
San Francisco, CA																		
Checking Account			X															
J Bank of America																		
San Francisco, CA																		
Checking Account	X																	

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.



Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein & Richard C. Blum (continuation))

Page Number

58

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

**At the close of reporting period.
If None, or less than \$1,001.
Check the first column.**

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

**Actual
Amount**

**Required
If
"Other"
Specified**

EXEMPTION TEST (see *Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

1

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P.)

Page Number

59

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

(1) had a value exceeding \$1,000 at the close of the reporting period; and/or

(2) generated over \$200 in "uneamed" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None or less than \$1,001	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
	Undeveloped land, Dubuque, Iowa		X																		Example
S	Blum Capital Partners, L.P.																				Example
	San Francisco, CA																				
	(See pages 6 - 7 for publicly traded assets)																				
S	BK Capital Partners IV, L.P.																				
	San Francisco, CA																				
	(See pages 8 - 10 for publicly traded assets)																				

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))**

Page Number

61

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

BLOCK C

Type of Income

Amount of Income

Actual Amount	
Required if "Other" Specified	

EXEMPTION TEST (*see instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))**

Page Number

62

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

S, Example:
DC, or J

JP Computer, Wash DC

Undeveloped land, Dubuque, Iowa

S Blum Strategic Equity, L.L.C.

San Francisco, CA

(See page 75 for non-publicly traded assets)

S Blum Strategic GP II, L.L.C.

San Francisco, CA

(See pages 28 - 29 for publicly traded assets)

(See page 76 for non-publicly traded assets)

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
	X											

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Type of Income						Amount of Income													
	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
	X								X	X	X	X	X	X	X	X	X	X	Example	

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))**

Page Number

63

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$100,000	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
	Undeveloped land, Dubuque, Iowa	X	X								X									Example
S	Blum Strategic Equity II, L.L.C.																			Example
	San Francisco, CA																			
	(See pages 30 - 31 for publicly traded assets)																			
	(See page 77 for non-publicly traded assets)																			
S	Blum Strategic Partners III, L.P.																			
	San Francisco, CA																			
	(See pages 32-34 for publicly traded assets)																			
	(See pages 78-79 for non-publicly traded assets)																			

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))

Page Number

64

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

BLOCK C

Type and Amount of Income

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))

Page Number

65

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

		Type of Income										Amount of Income																					
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Exempted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J	JP Computer, Wash DC				x								x															Example					
	Undeveloped land, Dubuque, Iowa				x																							Example					
S	Blum Strategic Partners, L.P.																																
	San Francisco, CA																																
	(See pages 74 for non-publicly traded assets)																																
S	Blum Strategic Partners II, L.P.																																
	San Fransco, CA																																
	(See pages 28-29 for publicly traded assets)																																
	(See page 76 for non-publicly traded assets)																																

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))**

Page Number

66

BLOCK A

SECURITY

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

**At the close of reporting period.
If None, or less than \$1,001.
Check the first column.**

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see *Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
Assets owned by Spouse through Blum Capital Partners T, L.P.

Page Number

67

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

S, Example:
DC,
or
J

JP Computer, Wash DC

Undeveloped land, Dubuque, Iowa

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

Dividends	Rent	Interest	Capital Gains	Exempted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
X								X											Example
																			Example
																			Example
																			Example

S TPG Management V, L.P.

Fort Worth, TX

(owned through Blum Family Partners, L.P.)

(See page 102 for non-publicly traded assets)

S TPG Asia Equity V, L.P.

Fort Worth, TX

(owned through Blum Family Partners, L.P.)

(See page 102 for non-publicly traded assets)

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

EXEMPTION TEST (see *Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**



Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners T, L.P. (continuation))**

Page Number

69

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business.

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see *Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

1

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners T, L.P. (continuation))**

Page Number

70

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see *Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the *Instructions*, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners T, L.P. (continuation))

Page Number

71

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

(1) had a value exceeding \$1,000 at the close of the reporting period; and/or

(2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.

If None, or less than \$1,001.
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

				Type of Income							Amount of Income																				
				None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000
S, Example: DC, or J	JP Computer, Wash DC			X																									Example		
	Undeveloped land, Dubuque, Iowa				X																								Example		
S	Blum G.A., L.L.C.																														
	San Francisco, CA	X																													
S	Blum G.C., L.P.																														
	San Francisco, CA																														
	(See page 86 for non-publicly traded assets)																														

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Richard C. Blum & Associates, Inc.)**

Page Number

72

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																							
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which:		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																							
S, Example: DC, or J	JP Computer, Wash DC Undeveloped Land, Dubuque, Iowa	\$1,001 - \$15,000										\$15,001 - \$50,000										\$50,001 - \$100,000										\$100,001 - \$250,000										\$250,001 - \$500,000										\$500,001 - \$1,000,000										Over \$1,000,000***										Over \$50,000,000										Actual Amount Required If "Other" Specified																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																	
		None or less than \$1,001		\$1,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		Over \$1,000,000***		\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000		\$50,000,001 - \$100,000,000		\$100,000,001 - \$250,000,000		\$250,000,001 - \$500,000,000		\$500,000,001 - \$1,000,000,000		\$1,000,001 - \$5,000,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000		\$50,001 - \$100,000		\$100,001 - \$250,000		\$250,001 - \$500,000		\$500,001 - \$1,000,000		\$1,000,001 - \$5,000,000		\$5,001 - \$15,000		\$15,001 - \$50,000	

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Richard C. Blum & Associates, Inc. (continuation))

Page Number

73

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see *Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**



Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP, L.L.C.)

Page Number

74

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B**Valuation of Assets**

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

		Type of Income							Amount of Income																	
S, Example: DC, or J	JP Computer, Wash DC	None or less than \$1,001	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified	
	Undeveloped land, Dubuque, Iowa		X											X												
S	Blum Strategic GP, L.L.C.																									
	San Francisco, CA																									
	(32.24% owned by Richard Blum)																									
	(Blum Strategic GP L.L.C. owns 1.0% of Blum Strategic Partners, L.P.)																									
	(.0014% owned by Blum Capital Partners, L.P.)																									
S	Thayer – Blum Funding III, L.L.C.																									
	Washington, D.C.	X																								

EXEMPTION TEST (see Instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic Equity, L.L.C.)

Page Number

75

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	Over \$1,000,000***	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000
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BLOCK B

Valuation of Assets

**At the close of reporting period,
If None, or less than \$1,001,
Check the first column.**

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

Actual
Amount

Required
if
“Other”
Specified

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP II, L.L.C.)**

Page Number

76

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic Equity II, L.L.C.)

Page Number

77

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" Is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income							Amount of Income														
Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$10,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount	Required if "Other" Specified	
X									X												Example
										X											Example
S	Blum Strategic Equity II, L.L.C.																				
	San Francisco, CA																				
	(8.85% owned by Richard C. Blum)																				
	(Blum Strategic Equity II, L.L.C. owns 1.77% of Blum Strategic Partners, II, L.P.)																				
S	Current Media, L.L.C.																				
	San Francisco, CA				X																

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the Instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP III, L.L.C.)**

Page Number

78

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

**At the close of reporting period.
If None, or less than \$1,001,
Check the first column.**

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

**Actual
Amount**

**Required
if
“Other”
Specified**

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP III, L.L.C. (continuation))

Page Number

79

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

BOOK 6

Valuation of Assets

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

1

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic Equity III, L.L.C.)

Page Number

80

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
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income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C

If "None (or less than \$201)* is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (*see instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the Instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

Page Number

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PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic Equity III, L.L.C. (continuation))

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "uneamed" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$10,000	\$10,001 - \$1,000,000	Over \$1,000,001 - \$5,000,000	Over \$5,000,001 - \$10,000,000	Actual Amount Required if "Other" Specified
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S, DC, or J	JP Computer, Wash DC		X														Example
	Undeveloped land, Dubuque, Iowa			X													Example
S	Colony HR Co – Investment Partners III, L.P.																
	Los Angeles, CA			X													
S	TPG Midwest Co. Investments, L.L.C.																
	Fort Worth, TX		X														

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP IV, L.L.C.)

Page Number

82

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

Type of Income							Amount of Income					Actual Amount Required if "Other" Specified						
Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blum Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	Over \$5,000,000	
x								x	x									Example
								x										Example
S Blum Strategic GP IV, L.L.C.																		
San Francisco, CA																		
(21.97% owned by Richard C. Blum)																		
Blum Strategic Partners IV, L.P.																		
(1% owned by Blum Strategic GP IV, L.L.C.)																		
S Payless Holdings LLC																		
Preferred Stock				x								x						

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART III B. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP IV, L.L.C. (continuation))**

Page Number

83

BLOCK A

SECURITIES Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

Actual
Amount

Required
if
"Other"
Specified

EXEMPTION TEST (*see instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic Equity IV, L.L.C.)

Page Number

84

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

		Type of Income										Amount of Income																					
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	x	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
S, Example: DC, or J	JP Computer, Wash DC																												Example				
	Undeveloped land, Dubuque, Iowa				x																								Example				
S	Blum Strategic Equity IV, L.L.C.																																
	San Francisco, CA																																
	(9.38% owned by Richard C. Blum)																																
	Blum Strategic Partners IV, L.P.																																
	(4.06% owned by Blum Strategic GP IV, L.L.C.)																																
S	Payless Holdings LLC																																
	Preferred Stock									x												x											

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the Instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic Equity IV, L.L.C. (continuation))

Page Number

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BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	Over \$1,000,000***	\$5,000,001 - \$25,000,000	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000
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BLOCK B

**At the close of reporting period,
If None, or less than \$1,001,
Check the first column.**

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

1

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum G.C., L.P.)

Page Number

86

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment gains and losses.

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

**At the close of reporting period,
If None, or less than \$1,001,
Check the first column.**

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the Instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum GA III, L.L.C.)

Page Number

87

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see *Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum GA III Equity, L.L.C.)

Page Number

88

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "uneamed" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

S. Example: DC, or J	Blum GA III Equity Partners, L.L.C.	Type of Income							Amount of Income												
		Dividends	Rent	Interest	Capital Gains	Expected Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
	JP Computer, Wash DC		X																		Example
	Undeveloped land, Dubuque, Iowa			X																	Example
S	Blum GA III Equity Partners, L.L.C.																				
	San Francisco, CA																				
	(99% owned by Blum Capital Partners T, L.P.)																				
	(1% owned by Blum Investment Partners, Inc.)																				
S	Newbridge Asia Equity III, L.P.																				
	Fort Worth, TX		X												X			X			

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Investment Partners, Inc.)

Page Number

89

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B**Valuation of Assets**

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

		Type of Income										Amount of Income										Actual Amount Required if "Other" Specified
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$25,000	\$25,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000***	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Actual Amount Required if "Other" Specified
S, Example: DC, or J		JP Computer, Wash DC		X										X								Example
Undeveloped land, Dubuque, Iowa				X																		Example
S	Blum Investment Partners, Inc.																					
	San Francisco, CA																					
	(100% owned by Richard C. Blum)																					
S	BCP Investment, L.P.																					
	San Francisco, CA			X																		
S	Blum G.C., L.P.																					
	San Francisco, CA																					
	(See page 86 for non-publicly traded assets)																					

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Investment Partners, Inc. (continuation))

Page Number

90

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

S,
Example:
DC,
or
J

JP Computer, Wash DC

Undeveloped land, Dubuque, Iowa

S Blum G.A. III Equity Partners, L.L.C.

San Francisco, CA

(See page 88 for non-publicly traded assets)

S Blum G.A. III, L.L.C.

San Francisco, CA

(See pages 87 for non-publicly traded assets)

BLOCK B
Valuation of Assets

At the close of reporting period.
 If None, or less than \$1,001,
 Check the first column.

	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income							Amount of Income											
Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified

X							X											
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EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Investment Partners, Inc. (continuation))**

Page Number

91

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned"

Income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

**At the close of reporting period
if None, or less than \$1,001,
Check the first column.**

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

Actual Amount	Required if "Other" Specified
\$ 000.00	\$ 000.00

EXEMPTION TEST (*see instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**



Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Investment Partners, Inc. (continuation))

Page Number

92

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

(1) had a value exceeding \$1,000 at the close of the reporting period; and/or

(2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC	Undeveloped land, Dubuque, Iowa	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified		
S Blum G.A. IV, L.P.	X																						Example	
S San Francisco, CA		X																						Example
S BCP Investment A, LP			X																					
S San Francisco, CA		X																						\$1,167
S Lucky Bluff, L.L.C.				X																				
S San Francisco, CA		X																						
S Richard C. Blum Family Partnership			X																					
S San Francisco, CA		X																						

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
Assets owned by Spouse through Blum Investment Partners II, Inc.

Page Number

93

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B**Valuation of Assets**

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" Is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified		
	Undeveloped land, Dubuque, Iowa	X								X												Example	
S	Blum Family Partners, L.P.																						Example
	San Francisco, CA																						
	(See pages 94-104 for non-publicly traded assets)																						
S	Lucky Bluff, LLC																						
	San Francisco, CA		X																				
S	Blum Asia GP, LLC																						
	San Francisco, CA	X																					

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P.)

Page Number

94

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

Example: S, DC, or	<i>JP Computer, Wash DC</i> <hr/> <i>Undeveloped land, Dub</i>
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S | Blum Family Partners, L.P.: [www.blumfamilypartners.com](#)

San Francisco, CA

S | AEOW 2000 L.P.

S | BBA Forecast

S | BBA Foresight, L.L.C.

Tucson, AZ

Tucson, AZ

S | BBA Foresight II, L.L.C.

Albuquerque, New Mexico

BLOCK B
Valuation of Assets

At the close of reporting period
If None, or less than \$1,001,
Check the first column.

BLOCK C

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

**Actual
Amount**

**Required
if
"Other"
Specified**

Exemple

Exemple

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

1

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))**

Page Number

95

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

At the close of reporting period.
If None, or less than \$1,001.
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))
Page Number
97**BLOCK A****Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
 If None, or less than \$1,001,
 Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified	
S. Example: DC, or J	JP Computer, Wash DC Undeveloped land, Dubuque, Iowa	X	X						X	X										Example	
S. Coral Growth Investments, Ltd.																					
St. Peter Port, Guernsey									X												
S. Francisco Partners, L.P.																					
San Francisco, CA				X																	
S. Greycroft Partners, L.P.																					
New York, NY					X																
S. Colony American Homes Holdings																					
New York, NY					X																

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))

Page Number

98

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "uneamed" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

Actual Amount
Required if
"Other" Specified

S, Example: DC, or J	JP Computer, Wash DC											
	Undeveloped land, Dubuque, Iowa		X									
S	Current Media, LLC											
	San Francisco, CA					X						
S	Safanad Grosvenor Square Limited											
	London, England	X										
S	Lucky Bluff, L.L.C.											
	San Francisco, CA				X							

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))**

Page Number

99

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

(1) had a value exceeding \$1,000 at the close of the reporting period; and/or

(2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

S, Example: DC, or J	JP Computer, Wash DC
	Undeveloped land, Dubuque, Iowa

S OZ Fitness Holdings Corp.

Spokane, WA

S BMGH

Sacramento, CA

S Greyssoft Partners Annex Fund,
LP

New York, NY

BLOCK C**Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

Dividends	Rent	Interest	Capital Gains	Exempted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	Over \$5,000,000	Actual Amount Required if "Other" Specified	
X								X	X										Example
	X																		Example
		X																	Example
			X																Example
				X															
					X														
						X													
							X												
								X											
									X										
										X									
											X								

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

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Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))**

Page Number

100

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of

Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

**At the close of reporting period,
If None, or less than \$1,001,
Check the first column.**

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see *Instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the Other categories of value, as appropriate.**



Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))

Page Number

101

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC Undeveloped land, Dubuque, Iowa	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Actual Amount Required if "Other" Specified		
S	The Strategic Recovery Fund II, L.P.									X													Example	
	London, UK						X																	Example
S	Second City Capital Partners I, L.P.																							
	Vancouver, B.C.					X																		
S	Thayer Hotel Investments III, L.L.C.																							
	Annapolis, MD	X													X				X					

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.



Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))**

Page Number

102

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" Is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income							Amount of Income					Actual Amount Required if "Other" Specified						
Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	Over \$5,000,000	
X							Example	X										Example

S, Example: DC, or J	JP Computer, Wash DC Undeveloped land, Dubuque, Iowa																	
S	Faber Street Associates, L.L.C.																	
	Union City, CA						X											
S	Blum Capital Partners, L.P.																	
	San Francisco, CA																	
	(See pages 6-7 for publicly traded assets)																	
S	Blum Capital Partners T, L.P.																	
	San Francisco, CA																	
	(See pages 67-71 for non-publicly traded assets)						X										X	

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))

Page Number

103

B
LOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC Undeveloped land, Dubuque, Iowa	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000***	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Actual Amount Required if "Other" Specified
S	Bank of America													Example
	San Francisco, CA	X												Example
S	BDK Holdings, LLC													
	Miami, FL	X												
S	BTIG, L.L.C.													
	Brokerage Account – Cash													
	San Francisco, CA	X												

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.



Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (continuation))**

Page Number

104

B
LOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

**BLOCK B
Valuation of Assets**

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
		x										

**BLOCK C
Type and Amount of Income**

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Exempted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
	Undeveloped land, Dubuque, Iowa	x																			Example
S	Cevian Capital II, L.L.C.																				Example
	Channel Islands		x															x			
S	TPG Chinos Co-Invest, L.P.																				
	Fort Worth, TX			x														x			
S	Carlton Hotel Properties																				
	San Francisco, CA																				
	(See page 57 for non-publicly traded assets)																				

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse)

Page Number

105

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse (continuation))

Page Number

106

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

	<input type="checkbox"/> None (or less than \$1,001)	\$1,001 - \$15,000	<input checked="" type="checkbox"/> \$15,001 - \$50,000	<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$100,001 - \$250,000	<input type="checkbox"/> \$250,001 - \$500,000	<input type="checkbox"/> \$500,001 - \$1,000,000	<input type="checkbox"/> Over \$1,000,000**	<input type="checkbox"/> \$1,000,001 - \$5,000,000	<input type="checkbox"/> \$5,000,001 - \$25,000,000	<input type="checkbox"/> \$25,000,001 - \$50,000,000	<input type="checkbox"/> Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC	<input checked="" type="checkbox"/> Dividends	<input type="checkbox"/> Rent	<input type="checkbox"/> Interest	<input type="checkbox"/> Capital Gains	<input type="checkbox"/> Excepted Investment Fund	<input type="checkbox"/> Excepted Trust	<input type="checkbox"/> Qualified Blind Trust	<input type="checkbox"/> Other (Specify Type)	<input type="checkbox"/> None (or less than \$201)	<input type="checkbox"/> \$201 - \$1,000	<input type="checkbox"/> \$1,001 - \$2,500	<input type="checkbox"/> \$2,501 - \$5,000	<input type="checkbox"/> \$5,001 - \$15,000	<input type="checkbox"/> \$15,001 - \$50,000	<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$100,001 - \$1,000,000	<input type="checkbox"/> Over \$1,000,000**	<input type="checkbox"/> \$1,000,001 - \$5,000,000	<input type="checkbox"/> Over \$5,000,000	<input type="checkbox"/> Actual Amount Required if "Other" Specified	
	Undeveloped land, Dubuque, Iowa																					
S	ABERDEEN US Equity																					
	San Francisco, CA																					
S	Fidelity Retirement																					
	Money Market																					

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse (continuation))

Page Number

107

BLOCK A

GEORGE Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business

- which:

 - (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse (continuation))**

Page Number

108

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
(2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

Example: S, DC, or A	JP Computer, Wash DC <hr/> Undeveloped land, Dubuque, Iowa
---	---

S | Escrow Partners, L.P.

Laguna Niguel, CA

S | Bank of America, Inc.

Deposit & Checking Account

San Francisco, CA

BLOCK B

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C

Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income

Amount of Income

Actual Amount	Required if "Other" Specified
\$ 1,000	\$ 1,000

Example

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the Instructions, please check box to the right.
*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse (continuation))

Page Number

109

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	x	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Type of Income						Amount of Income										
														Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Exempted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	JP Computer, Wash DC													x								x								Example
	Undeveloped land, Dubuque, Iowa				x																	x								Example
S	Bank of America																													
	Deposit Account																													
	San Francisco, CA	x																				x								
S	First Republic Bank																													
	Deposit Account														x															
	San Francisco, CA									x						x					x									

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

**PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse (continuation))**

Page Number

110

BLOCK A**Identity of Non-Publicly Traded Assets and Unearned Income Sources**

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
- (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK C
Type and Amount of Income

If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

Type of Income**Amount of Income**

S, Example: DC, or J	JP Computer, Wash DC	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other Ordinary Income	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if 'Other' Specified
	Undeveloped land, Dubuque, Iowa	X	X																		Example
S	ASTAR USA, L.L.C.																				Example
	Miami, FL																				
S	NeoSpire, Inc.																				
	Dallas, TX	X																			
S	RCBA LAF Advisors. L.L.C.																				
	San Francisco, CA	X																			

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

*** This category applies only if the asset was held independently by the spouse or dependent child. If the asset was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse (continuation))

Page Number

111

BLOCK A

Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:

- (1) had a value exceeding \$1,000 at the close of the reporting period; and/or
 - (2) generated over \$200 in "unearned" income during the reporting period.

Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than \$1,001,
Check the first column.

BLOCK C
Type and Amount of Income

EXEMPTION TEST (*see instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the Instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

Reporting Individual's Name

DIANNE FEINSTEIN

PART IV. TRANSACTIONS

Page Number

112

Report any purchase, sale, or exchange by you, your spouse, or dependent child (See p.3 CONTENTS OF REPORTS Part B of Instructions) during the reporting period of any real property, stocks, bonds, commodity futures, and other securities when the amount of the transaction exceeded \$1,000. Include transactions that resulted in a loss. Do not report a transaction involving property used solely as your personal residence, or a transaction between you, your spouse, or dependent child. Please clarify which two properties are involved in any reportable exchange.

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.
*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name

DIANNE FEINSTEIN

PART VII. LIABILITIES

(Liabilities of Dianne Feinstein & Richard C. Blum)

Page Number

113

Report liabilities over \$10,000 owed by you, your spouse, or dependent child (See p.3 CONTENTS OF REPORTS Part B of Instructions), to any one creditor at any time during the reporting period. Check the highest amount owed during the reporting period. Exclude: (1) Mortgages on your personal residences unless rented; (2) loans secured by automobiles, household furniture or appliances; and (3) liabilities owed to certain relatives listed in Instructions. See Instructions for reporting revolving charge accounts.

EXEMPTION TEST (see instructions before marking box): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

1

Reporting Individual's Name

DIANNE FEINSTEIN

PART VII. LIABILITIES

(Liabilities of Spouse)

Page Number

114

Report liabilities over \$10,000 owed by you, your spouse, or dependent child (See p.3 CONTENTS OF REPORTS Part B of Instructions), to any one creditor at any time during the reporting period. Check the highest amount owed during the reporting period. Exclude: (1) Mortgages on your personal residences unless rented; (2) loans secured by automobiles, household furniture or appliances; and (3) liabilities owed to certain relatives listed in Instructions. See Instructions for reporting revolving charge accounts.

EXEMPTION TEST (see *instructions before marking box*): If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right.

***** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.**

1

United States Senate RECEIVED BY THE COMMITTEE ON RULES AND ADMINISTRATION
WASHINGTON, DC 20510-0504

<http://feinstein.senate.gov>

May 15, 2013

Secretary of the Senate
Office of Public Records
Room 232
Hart Senate Building
U. S. Senate
Washington, DC 20510

Dear Secretary of the Senate:

Enclosed is the Senate Public Financial Disclosure Report for Senator Dianne Feinstein of California.

Period Covered

The report has been prepared based on assets and liabilities as of December 31, 2012, and includes income for the period January 1, 2012 through December 31, 2012. Valuations of assets are presented as of December 31, 2012.

Items Covered

The report covers assets and related income owned by the Senator and her spouse either directly or through a living trust.

Ownership Designation

Senator Feinstein's assets, which are held directly or through the Bertram Feinstein Trust as separate property, consist of her interest in Carlton Hotel Properties, a pension from the City of San Francisco, deposit accounts at Bank of America, First Republic Bank, Vanguard Life Strategy Conservative Growth Fund and Vanguard Life Strategy Income Fund. In addition, Senator Feinstein has a Qualified Blind Trust that was established in 1991 and qualified in 1993, and she is a beneficiary of the Richard C. Blum Marital Trusts of 1994 and 1996. (For details of Senator Feinstein's income and assets, see pages 2, 4, 5, 51 through 56 in the report.)

Senator Feinstein and her spouse jointly own a condominium in Princeville, Kauai, Hawaii and have a deposit and checking accounts at Bank of America. (For details of the Senator's and Mr. Blum's jointly held assets, see pages 57 and 58

The remaining assets listed herein are the separate property of Senator Feinstein's spouse, Richard C. Blum.

Assets and liabilities as listed in Sections III A, III B, and VII have been identified as follows:

"M"	owned directly or indirectly by the Senator, Dianne Feinstein
"S"	owned directly or indirectly by the Senator's spouse, Richard C. Blum
"J"	owned jointly by the Senator and her spouse (directly or indirectly)

The "J" (jointly owned) designation is used for all assets owned by both the Senator and her spouse. These include assets held in formal tenancy in common or joint tenancy.

Investment Partnerships Managed By Blum Capital Partners, L.P. (Separate Property Of Richard C. Blum)

The spouse of the Senator, Richard C. Blum, is the Chairman of an investment management firm, Blum Capital Partners, L.P. (BCP L.P.). The general partner of BCP L.P. is Richard C. Blum & Associates, Inc. (RCBA Inc.). Richard C. Blum's ownership interest in BCP L.P. is held through RCBA Inc. BCP L.P. is the general partner of several investment partnerships. Mr. Blum has an ownership interest in RCBA Inc. and in several of the investment partnerships. Additionally, the investment management firm has ownership interests in the investment partnerships and some of the partnerships have investments in other partnerships. This results in a tiered ownership structure. BCP L.P.'s investment entities include BK Capital Partners IV, L.P., Stinson Capital Partners, L.P., Stinson Capital Partners (QP) L.P. liquidated as of October 12, 2012, Stinson Capital Partners C, L.P., and Stinson Capital Partners L, L.P. liquidated as of March 31, 2012. As a result of the liquidation of Stinson Capital Partners (QP) L.P. and Stinson Capital Partners L, L.P., various securities were distributed in-kind to the partners. In addition, Blum Capital Partners, LP also distributed stocks held by the partnership to its' partners. The in-kind distribution of common stocks (eResearch Technology, Inc., ITT Educational Services, Inc, Avid Technology, Inc., Career Education Corporation, Moneygram International, Inc., Electronics for Imaging, Inc., PRGX Global, Inc., Collective Brands, Inc.) are being reported through Blum Family Partners, LP, Richard C Blum & Associates, Inc and Richard C. Blum (page 46 through 50).

There are other investment entities that were formed in 1998, 2000, 2005 and 2007 that are structured slightly different than the entities noted above. These are Blum Strategic GP, L.L.C., Blum Strategic Equity, L.L.C., L.L.C. and Blum Strategic Partners, L.P. Blum Strategic Partners, L.P. is a private equity fund. Blum Strategic GP, L.L.C. manages and is the general partner of Blum Strategic Partners, L.P. Richard C. Blum is a managing member of Blum Strategic GP, L.L.C. He is also a member of Blum Strategic Equity, L.L.C. that is a limited partner of Blum Strategic Partners, L.P. Blum GA III, L.L.C. and Blum GA III Equity Partners, L.L.C. was

formed to invest in Newbridge Asia III, L.P. BCP L.P. is also the managing member of Blum Strategic Equity L.L.C.

During 2001, 2005 and 2007, Blum Strategic Partners II, L.P., Blum Strategic Partners III, L.P. and Blum Strategic Partners IV, L.P., respectively were formed similarly to Blum Strategic Partners, L.P. Blum Strategic GP II, L.L.C. manages and is the general partner of Blum Strategic Partners II, L.P. Blum Strategic GP III, L.L.C. manages and is the general partner of Blum Strategic Partners III, L.P. Blum Strategic GP IV, L.L.C. manages and is the general partner of Blum Strategic Partners IV, L.P. Richard C. Blum is a managing member of Blum Strategic GP II, L.L.C., Blum Strategic GP III, L.L.C. and Blum Strategic GP IV, L.L.C. He is also a member of Blum Strategic Equity II, L.L.C., Blum Strategic Equity III, L.L.C., and Blum Strategic Equity IV, L.L.C. which is a limited partner of Blum Strategic Partners II, L.P. Blum Strategic Partners III, L.P., and Blum Strategic Partners IV, L.P., respectively.

In addition, during 2002 Blum Strategic Partners II GmbH & Co. KG was formed as a parallel vehicle to Blum Strategic Partners II, L.P. Blum Strategic Partners Verwaltungs GmbH is the General Partner and Blum Strategic GP II, L.L.C. is the Managing Limited Partner.

In addition, during 2005 and 2007 Blum Strategic GP III, L.P. and Blum Strategic GP IV, L.P., respectively were formed as the General Partner of Blum Strategic Partners III, L.P. and Blum Strategic Partners IV, L.P. Blum Strategic GP III, L.L.C and Blum Strategic GP IV, L.L.C. are the General Partner of Blum Strategic GP III, L.P. and Blum Strategic GP IV, L.P., respectively.

The Blum Strategic funds as described above hold public as well as private investments. The private investments are reported under Part IIIB. Blum Strategic Partners II, L.P. holds a direct investment in Current Media, L.L.C. and indirectly through BCP AIV, Inc. Current Media is located in San Francisco, CA provides media content through the internet and cable television (See pages 76 and 77).

Blum Strategic III, L.P. holds or held the following private investments: Colony HR Co – Investment Partners III, L.P. a partnership formed to invest in the Fairmont Raffles Hotels International and TPG Midwest Co-Investors, L.L.C., a partnership formed to invest in Midwest Air Group. (See pages 78 through 81).

Blum Strategic IV, L.P. private investments include Veracity Payment Solutions, Inc located in Atlanta, GA provides payment and transaction services to the credit card and banking industry. Veracity was liquidated during 2012. Xtralis, is a Bahamian Company that sells fire and security prevention equipment. Collective Brands, Inc a publicly traded corporation was acquired in a leverage buyout in 2012. Payless Holdings, LLC, the surviving entity is now reported as a non-publicly traded asset (See pages 82 through 85).

During 2007 Lind Family Partnership V, L.P. was formed to invest in TPG Management V, L.P. Blum Capital Partners, L.P. is the general partner. Lind Family Partnership V was sold during 2012.

In 2012, Blum Strategic Holdings, LP was formed to hold shares of CBRE distributed from Blum Strategic II, LP. (See page 45A and 105)

A separate page of Part III A & III B information has been included for RCBA Inc., BCP L.P. and for each investment partnership managed by BCP L.P. The estimated valuation and income for BCP L.P. have been reported separately in Section III B starting on page 64 at Mr. Blum's ownership percentage, which has been indicated. The value and income of Mr. Blum's direct and indirect holdings in the investment partnerships are reported based on his direct and indirect ownership percentages. These percentages may change from year to year depending on the activities (contributions by new or existing partners and distributions to withdrawing partners) of the partners. A separate reporting of value and income of BCP L.P.'s interest in the investment partnerships has not been reported, as this would cause Mr. Blum's interests to be double reported. Where applicable, BCP L.P.'s holdings of the investment partnerships have been referenced to the applicable schedules in sections III A and III B where the investment partnerships are reported. BCP L.P. and the investment partnerships it manages incidental to their operations also hold cash and cash equivalents, accounts receivable, pre-paids and other assets as well as accounts payable, margin borrowings and other liabilities that have not been listed. A pro rata share of the value of these assets and liabilities has been incorporated in the determination of value reported for Mr. Blum's direct holdings in RCBA Inc. and in his direct and indirect (through RCBA Inc. and BCP L.P.) ownership of the investment partnerships managed by BCP L.P.

In the normal course of business, amounts due to or from Mr. Blum arise at RCBA Inc. and BCP L.P.; e.g., reimbursable business expenses. The valuation of his investment in RCBA Inc. is stated net of these amounts. In any case, this does not affect the category of value whether or not such amounts are considered.

Investment Partnerships Not Managed By Richard C. Blum, RCBA Inc. or BCP L.P.

Mr. Blum, RCBA Inc., and his investment management firm own investments in a number of investment partnerships that are not managed by Mr. Blum, RCBA Inc. or BCP, L.P. They are composed of the following:

FWHY-88 Investors, L.P.

(page 72)

General Partner: Group Holdings, Inc.
Address: 201 Main Street, Suite 3100
Fort Worth, TX 76102

Business Description: The partnership invested through a tiered partnership structure in a portfolio of securities. The partnership held an interest in PTJ-MB Partnership, L.P.

Secretary of the Senate
May 15, 2013
Page 5

Peachtree Cable Associates, Ltd. and Peachtree Cable Holdings, Ltd.
(page 105)

Managing Partner: Bill Hallman
Address: 201 Main Street, Suite 3100
Fort Worth, TX 76102

Business Description: The partnerships, through tiered partnership structures, owned and operated cable television services in Atlanta, Georgia, and in other parts of the United States. This entity was liquidated in 2012.

TPG Associates III, L.P.
(page 68)

Address: 301 Commerce Street, Suite 3300
Fort Worth, TX 76102

Business Description: The partnership was formed to invest in various business ventures which may provide significant opportunities for capital appreciation. The partnership investments include, , Quintiles Transactional Corporation, Iasis Healthcare Corp, SunGard Data Systems, Inc. The Neiman Marcus Group, Inc. and LifeSync Corporation.

TPG Equity IV, L.P.

Address: 301 Commerce Street, Suite 3300
Fort Worth, TX 76102

Business Description: The partnership was formed to invest in various business ventures which may provide significant opportunities for capital appreciation. The partnership investments include several private and public investments including Graphic Packaging, Arden Holdings LTD (formerly Ariel Holdings, LTD), Freescale Semiconductor, Inc., TDFUnivision Communications, Inc., Sabre Holdings, Biomet, Inc., Petco Animal Supplies, Inc., Grohe AG, Iasis Healthcare, LLC, Isola AG, Vita Grormerly British Vita), , LPL Holding, Inc., , SunGard Data Systems, Inc., The Neiman Marcus Group, Inc, Energy Future Holdings, Incand Telefusion de France International SA.

Intergraph Corporation , Fenwal Blood Technologies and Taishin Financial Holding Co, Ltd. were sold during the year.

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TPG LAF Equity Partners, L.P.

(page 68)

Address: 301 Commerce Street, Suite 3300
Fort Worth, TX 76102

Business Description: TPG LAF Equity, L.P. is a limited partner of LatAm G.P., L.P.

LatAm G.P., L.P.

(page 68)

Address: 301 Commerce Street, Suite 3300
Fort Worth, TX 76102

Business Description: Latam G.P., L.P. is the general partner of Newbridge Latin America, L.P. (NLA). NLA was formed to invest in business ventures throughout Latin America, which may provide significant opportunities for capital appreciation.

Tarrant Venture Partners, L.P.

(page 68)

Address: 301 Commerce Street, Suite 3300
Fort Worth, TX 76102

Business Description: This partnership was formed to invest in various public and private debt or equity securities and venture investments.

TPG Management V, L.P.

(page 67)

Address: 301 Commerce Street, Suite 3300
Fort Worth, TX 76102

Business Description: The partnership was formed to invest in various business ventures which may provide significant opportunities for capital appreciation. The partnership investments are in several private investments including Graphic Packaging, Freescale Semiconductor, Petco Animal Supplies, Inc., Sabre, Univision, Direct General, Surgical Care Affiliates, Biomet, Energy Future Holdings, Avaya, Norwegian Cruise Line, Quintiles Transnational Corporation, Aptalis Pharma Strauss Coffee BV, American Beacon, Armstrong World Industries, , IMS Health, Lenta, ST Residential, Graphic Packaging Holding Company, Telefusion de France Internation SA, Aptina Imaging, TPG CW, LP, American Tire Distributors Holdings, Inc.,

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Vertafore Holding Corp. Republic Airways (formerly Midwest Airlines), and Valerus Compression Services.

Fenwal Holdings, Inc was sold during 2012.

TPG Asia Equity V, L.P.
(page 67)

Address: 301 Commerce Street, Suite 3300
Fort Worth, TX 76102

Business Description: The partnership was formed to invest in various business ventures which may provide significant opportunities for capital appreciation. The partnership investments are in several private investments including United Test and Assembly Center, NorthStar Equity Partners II Limited, Shriram City Union Finance, Unitrust Finance and Leasing Corp. and Daphne International Holdings Limited, Healthscope, CICC, Avon Japan, Delta Dunia, alinta, Vishal Megamart, Shiram Capital, Shiram Properties, Comtec Solar, PT BFI Finance Wumart Stores, Inc., Li Ning, Alinta Energy, HCP Packaging and Joint Corporation.

Faber Street, L.L.C.
(page 102)

Address: 909 Montgomery Street
San Francisco, CA 94133

Business Description: The limited liability company was formed to invest in rental real estate of a commercial building in Union City, CA.

The above investments are valued at Mr. Blum's or his firm's pro rata share of estimated fair value at December 31, 2012, (or the year-end valuation obtained on form K-1). Income from these investments is reported based on partnership distributions received.

Investment in RCBA Inc.

Mr. Blum's investment in RCBA Inc. is valued at his pro rata share of the business' equity as of December 31, 2012.

BCP L.P. is in some cases, entitled to receive performance fees based on income including realized and unrealized capital gains of investments under its management. These fees are generally recorded as of the date when the firm is entitled to bill its customers. The firm also is entitled to disproportionate allocation of income in the partnerships that it manages. As a limited partner of BCP L.P., Mr. Blum may be allocated a portion of such amounts, as reflected on Part III B.

Investment income earned by Mr. Blum on his investment in RCBA Inc. has been reported based on dividends received.

Richard C. Blum Marital Trust of 1994

Dianne Feinstein is a beneficiary of the Richard C. Blum Marital Trust of 1994. The trust's assets are composed of universal life insurance policies on the life of Richard C. Blum. The insurance policy was restructured in 2012 to a universal life policy. The value of the trust is composed principally of the cash surrender value of the life insurance policies. No distributions have been made by the trust see pages 52 through 54.

The Richard C. Blum Marital Trust of 1996

Dianne Feinstein is a beneficiary of The Richard C. Blum Marital Trust of 1996. The trust's assets are composed of an insurance policy on the life of Richard C. Blum. The insurance policy was restructured in 2012 to a universal life policy. The value of the trust is composed principally of the cash surrender value of the life insurance policies. No distributions have been made by the trust see page 55 and 56.

Investment in The Carlton Hotel

The Senator and her spouse own interests in a partnership, Carlton Hotel Properties, which owns and operates a hotel in San Francisco. The ownership of the partnership is as follows:

Bertram Feinstein Trust (Dianne Feinstein beneficiary)	50.05%
Richard C. Blum through Blum Family Partners, LP (spouse)	47.95%
Richard C. Blum through Blum Investment Partners, Inc. (spouse)	1.00%
Dianne Feinstein	1.0%

The value of each of 1) the combined interest of Dianne Feinstein and her spouse and 2) Dianne Feinstein's interest through the Bertram Feinstein Trust in the Hotel Carlton exceeds \$1,000,000. Income from the investment has been reported based on partnership distributions received see page 57.

Investment in Blum Family Partners, L.P. (BFP)

BFP was formed to invest in various business ventures which provide opportunities for capital appreciation see pages 94 through 102.

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Dianne Feinstein 1991 Trust

In September 1991, the Senator transferred her securities to a blind trust. The trust became qualified by the Senate Ethics Committee on December 29, 1993. The Trust's value as of December 31, 2012, is reported on a separate schedule in section IIIA see page 5.

Information On Non-Publicly Traded Assets

Several of the investments listed in Part III are not publicly traded. The following provides additional information about these investments, which are not managed or controlled by Richard C. Blum, RCBA, Inc. or BCP, L.P.

Second City Capital Partners I, L.P.

(page 101)

Address: 1075 West Georgia Street Suite 2600
Vancouver, BC V6E 3C9

Business Description: The partnership is a provider of mezzanine debt and equity finance to mid-market companies. The partnership investments in publicly traded stocks include, BENEV Capital Inc. (formerly Bennett Environmental Inc. The following investments were sold in 2012 Cinch Energy Corporation, Fortress Energy, Force 10 Networks, Inc. and Primoris Services Corporation.

The Strategic Recovery Fund II, L.P.

(page 101)

Address: Burleigh House, 357 Strand
London WC2R 0HS

Business Description: The principal purpose of the Partnership is to invest directly or indirectly in equity and near equity investments in a portfolio of companies publicly listed in the U.K. The investments include RPC Group, KCOM Group (formerly Kingston Communications), Journey Group (formerly Watermark Group), 4imprint Group, E2V Technologies, Lavendon Group and RPC Group. During 2012, the following investments were sold: Entertainment Rights, Thorntons, Renold, and Intec Telecom Systems.

Thayer-Blum Funding III, LLC

(page 74 and 75)

Address: 1455 Pennsylvania Avenue, N.W., Suite 350
Washington, D.C. 20004

Business Description: A limited liability company formed to invest in Suntron Corporation, Phoenix, AZ. Suntron Corporation provides vertically integrated electronic manufacturing services.

Thayer Hotel Investment III, LLC
(page 101)

Address: 1455 Pennsylvania Avenue, N.W., Suite 350
Washington, D.C. 20004

Business Description: A limited partnership formed to invest in resort hotel operations. The partnership was liquidated in 2012.

AEOW 2000 LP
(page 94)

Address: 909 Montgomery Street
San Francisco, CA 94133

Business Description: A limited partnership formed to pursue private placement investments in business ventures, which may provide significant opportunities for capital appreciation in technology or health technology companies. The securities held by the partnership are not disclosed.

Astar USA LLC (formerly Astar Air Cargo Holdings, L.L.C.)
(page 110)

Address: Two South Biscayne Blvd. Suite 3663
Miami, FL 33131

Business Description: Airline cargo service.

Francisco Partners, L.P.
(page 97)

Address: 2882 Sand Hill Road, Suite 280
Menlo Park, CA 94025

Business Description: A limited partnership formed to invest in technology companies, both domestically and internationally for long-term capital appreciation, using a wide range of transaction structures. The partnership has over 400 limited partners and holds private and

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public investments. The investments include Barracuda, C-MAC, Foundation 9, FrontRange Solutions, GXS. During 2012 Electrical Components International, Primavera, RedPrairie, Wizard Parent and WebTrends were sold.

Lucky Bluff, LLC
(page 98)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Raw land in Coachella Valley and a single family property in Lake Tahoe, CA.

Neospire, Inc.
(page 110)

Address: 1911 N. Lamar Street, 2nd Floor
Dallas, TX 75202

Business Description: A corporation that provides managed hosting, dedicated services and co-location. This investment was sold in 2011, however, additional proceeds were received in 2012 per the purchase and sales agreement.

ChrysCapital II, L.L.C.
(page 96)

Address: Les Cascades, 3rd Floor
Edith Cavell Street
Port Louis, Mauritius

Business Description: A venture capital fund which makes equity and equity-related investments in companies with significant operations in the Indian subcontinent. The 2 remaining private investments were sold in 2012.

Central Station Land, L.L.C.
(page 95)

Address: 1500 Park Avenue # 200
Emeryville, CA 94608

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Business Description: Real estate development in Oakland, California.

Cevian Capital II, LLC
(page 104)

Address: Channel Islands

Business Description: A limited partnership that invests and trades in securities in business ventures which may provide significant opportunities for capital appreciation. The partnership has invested in securities in Finland and Sweden including, Volvo, Metso, Old Mutual PLC, Tieto, Panalpina, Wolsey Plc, Danske Bank, Cookson, PLC Bilfinger SE, Vesuvius Plc, Alent plc and Demag Cranes. The investment is owned by Richard C. Blum through a tiered partnership structure. Richard C. Blum contributed cash to Blum Family Partners, L.P. (Blum Family) which contributed cash to Blum Capital Partners, L.P. Blum Capital Partners, L.P. (Blum Capital) made an investment in Cevian Capital II, LLC on behalf of Blum Family and other partners of Blum Capital. The value for 2012 is disclosed through Blum Family, rather than Blum Capital.

Greycroft Partners, LP
(page 97)

Address: New York, NY

Business Description: A limited partnership that invests and trades in securities in business ventures which may provide significant opportunities for capital appreciation. The partnership has invested in 33 Across, Inc., Adly, Inc., Collective Media, Inc., Ceros Inc.(formerly Crowd Fusion, Inc.), Extreme Reach, Inc., Manhattan Holding Corp (formerly Vuze, Inc.), Glam Media (formerly Sportgenic, Inc.), Health Plan One, Inc., Hip Digital Media, Inc., LicenseStream, Inc., LocalResponse, Inc.(formerly Buzzd, Inc.,) Oggifinogi, Inc., Joynet, Inc., K2 Network, Inc., ShoreTell (formerly M5 Networks, Inc.), MDX Medical, Inc., OnePIN, Inc., Salesforce (formerly Buddy Media, Inc.), and United Sample, Inc.

During 2012 Babble Media, Inc., Intent Media Works, Inc., Ladies Who Launch, Inc., Marketbrightm Inc., Panvidea, Inc., Sometrics, Inc., Tynt Multimedia Inc., Vizu Corporation, WideOrbit, Inc., and WorldWide Biggies, Inc. were sold.

Coral Growth Investments Limited
(page 97)

Address: St. Peter Port, Guernsey

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Business Description: A limited partnership that invests and trades in securities in business ventures which may provide significant opportunities for capital appreciation. The partnership has invested in Egyptian Treasury Notes, Arab Republic of Egypt Bond, Amoun Pharmaceutical Company and Lecico Egypt SAE.

Escrow Partners, L.P.
(page 108)

Address: Laguna Niguel, CA

Business Description: A limited partnership that invests and owns rights to the Washington Mutual litigation shares (American Savings Bank Escrow) in dispute with the US government.

Information On Non-Publicly Traded Assets

Several of the investments listed in Part III are not publicly traded. The following provides additional information about these investments, which were made or are owned by Richard C. Blum, Blum Family Partners, L.P. RCPA, Inc. or BCP, L.P.

Blum Investment Partners, Inc.
(page 89 to 92)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Blum Investment Partners, Inc. is a corporation whose business is to invest in investment partnerships which invest funds in various countries. The entity owns a 1% or less interest in Blum G.C., L.P., Blum G.A., L.L.C., Blum GA Equity III Partners, L.L.C., Blum GA III, L.L.C., Blum Holdings Spokane, L.P., Rattlesnake Funding, L.L.C., Blum GA IV, LP, Richard C. Blum Family Partnership, L.P. and BCP Investment, L.P. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity. Lucky Bluff, L.L.C. was transferred to Blum Investment Partners II, Inc. during 2012.

Blum Investment Partners II, Inc.
(page 93)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

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Business Description: Blum Investment Partners II, Inc. is a corporation whose business is to invest in investment partnerships which invest funds in various countries. The entity owns a 1% or less interest in Lucky Bluff, L.L.C., and Blum Family Partners, L.P.

Blum G.C., L.P.
(page 86)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Blum G.C. is a limited partnership whose business is to invest in investment partnerships which invest funds in various Asian countries. Blum G.C., L.P. holds interests directly or indirectly in Newbridge Genpar Partnership, L.P., and Golden BCP, Inc. The Newbridge entities and Golden BCP were formed to manage, advise and invest in securities or entities conducting business in China and other countries or territories of Asia. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity.

Blum G.A., L.L.C.
(page 71)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Blum G.A., LLC is a limited partnership whose business is to invest in investment partnerships which invest funds in various countries. Blum G.A., LLC does not hold any investments.

Blum GA III, L.L.C.
(page 87)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Blum GA III, L.L.C. is a limited liability company whose business is to invest in investment partnerships through Newbridge Asia Genpar III, L.P. Newbridge Advisors III, Inc. and Newbridge Asia Genpar AIV III, L.P. was formed to manage the investment Newbridge Asia III, L.P. (NBA III). NBA III was formed to invest in securities or entities conducting business in the countries and territories of Asia. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity.

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Blum GA III Equity Partners, LLC
(page 88)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Blum GA III Equity Partners, LLC is a limited liability company whose business is to invest in investment partnerships through Newbridge Asia Equity III, L.P. (NBAE III LP). NBAE III LP was formed to invest in Newbridge Asia III, L.P. (NBA III). NBA III was formed to invest in securities or entities conducting business in the countries and territories of Asia. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity.

Blum GA IV, LP
(page 96)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Blum GA IV, LP is a limited partnership whose business is to invest in investment partnerships through Newbridge Asia Equity IV, L.P. (NBAE IV LP), TPG/NB Associates, LLC, TPG 2006 VSP, LP, TPG 2007 VSP, LP, TPG 2008 VSP, LP, TPG 2009 VSP, LP and TPG Holdings, LP. NBAE IV LP was formed to invest in Newbridge Asia IV, L.P. (NBA IV). NBA IV and TPG Asia V, LP was formed to invest in securities or entities conducting business in the countries and territories of Asia. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity.

RCBA LAF ADVISORS L.L.C.
(page 110)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: RCBA LAF Advisors L.L.C. is a limited liability corporation whose business is to invest in investment partnerships which invest funds in various countries. Its only investment is in LAF Advisors LLC whose only investment is in LATAM GP, L.P. (which serves as general partner of Newbridge Latin America, L.P.).

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RCBA Newbridge LAF, L.L.C.

(page 70)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: RCBA Newbridge LAF, L.L.C. is a limited liability corporation whose business is to invest in entities which invest funds in various Latin American countries. RCBA Newbridge LAF, LLC holds interests directly or indirectly in LATAM GP, L.P., Newbridge Latin America, L.P. and Newbridge Andean Partners, L.P.

RCBA LAF Equity Partners L.L.C.

(page 69)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: RCBA LAF Equity Partners L.L.C. is a limited liability corporation whose business is to invest in investment partnerships which invest funds in various countries. It holds an interest directly in Newbridge Latin American L.P. (NLA) and indirectly in Newbridge Andean Partners, L.P. (NAP) NLA and NAP were formed to invest in various business ventures in Latin America which provide significant opportunities for capital appreciation.

Blum (K*Tec) Coinvestment Partners, L.P.

(page 66)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: A limited partnership formed to invest in Suntron Corporation, Phoenix, AZ. Suntron Corporation provides vertically integrated electronic manufacturing services.

Blum Holdings Spokane, L.P.

(page 91 and 96)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Blum Holdings Spokane, L.P. owns a commercial rental building in Spokane, WA.

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OZ Fitness Holdings Corp.
(page 99)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Fitness centers located in OR, WA, ID and MT.

BBA Foresight, L.L.C.
(page 94)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Real estate investment in undeveloped land in Arizona.

BBA Foresight II, L.L.C.
(page 94)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

Business Description: Real estate investment in undeveloped land in New Mexico.

Bill Press Partners, L.L.C.
(page 96)

Address: 217 – 8th Street SE
Washington, D.C. 20003

Business Description: Investment in Bill Press' syndicated radio program.

CB Richard Ellis Partners U.S. IV, L.L.C.
(page 95)

Address: 865 South Figueroa Street, Suite 3500
Los Angeles, CA 90017

Business Description: Investment in real estate, loans and other securities.

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Elevance Renewable Sciences, Inc.

Address: 175 E Crossroads Parkway, Suite F
Bolingbrook, IL

Business Description: Creates a range of valued specialty chemicals from natural oils using technology called olefin metathesis. This investment is held by BCP Investments, LP through Blum Family Partners, LP. See page 95.

Kite Pharma, Inc.

Address: 10924 Le Conte Avenue
Los Angeles, CA 90024

Business Description: is a privately held development stage biotechnology company engaged in the design and development of pioneering immune-based targeted therapies for multiple cancer indications. This investment is held by BCP Investments, LP through Blum Family Partners, LP. See page 95.

Filmyard Holdings, LLC
(page 100)

Address: 2450 Broadway, 6th Floor
Santa Monica, CA 90404

Business Description: Motion picture film and film rights library.

RST, Inc.
(page 100)

Address: 3791 Rocky Knoll Way
Santa Rosa, CA

Business Description: Premier internet source of fine wine and related services.

BDK Holdings, LLC
(page 103)

Address: Two South Biscayne Blvd. Suite 3663
Miami, FL 33131

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Business Description: To explore investments in airline cargo services.

Tensile Capital Management
(page 100)

Address: Two Embarcadero Center
San Francisco, CA

Business Description: Value oriented investment hedge fund.

Colony American Homes Holdings
(page 97)

Address: 100 Pine Street
San Francisco, CA

Business Description: a leading owner and provider of high quality single family residences for rental across the United States.

Pension

The Senator receives a pension from the City of San Francisco. The pension has been valued in the category of \$500,000 to \$1,000,000 based on a valuation provided by the Retirement Division of the City of San Francisco.

Reporting Convention For Compensation Income From Investments

Mr. Blum receives a salary from BCP L.P. He also receives dividend income from RCBA Inc. The category indicated under "Amount of Income" is based on dividends received. The column "Actual Amount Only if 'Other' Specified" indicates salary compensation.

As reported in Part II, Mr. Blum received fees from Coral Growth Investments Limited, CB Richard Ellis Group Inc., and has investments in these corporations as well. In addition, Mr. Blum receives fees from CDP-Concord Egyptian Fund, but does not have an investment in this Fund. The fees from CB Richard Ellis were paid by Mr. Blum to investment management funds of Blum Capital.

Valuation Methods

Traded securities are valued at quoted market value or at fair market value.

Non-traded securities are valued at fair market value based on factors such as cost, projected profits, projected cash flows and comparisons with similar businesses.

Real estate investments are valued at cost or at estimated value.

Partnership interests are valued based on a computation of pro rata share of the estimated net fair value of the partnership as recorded for financial statement reporting purposes.

Assets held as nominee for others are excluded from the report.

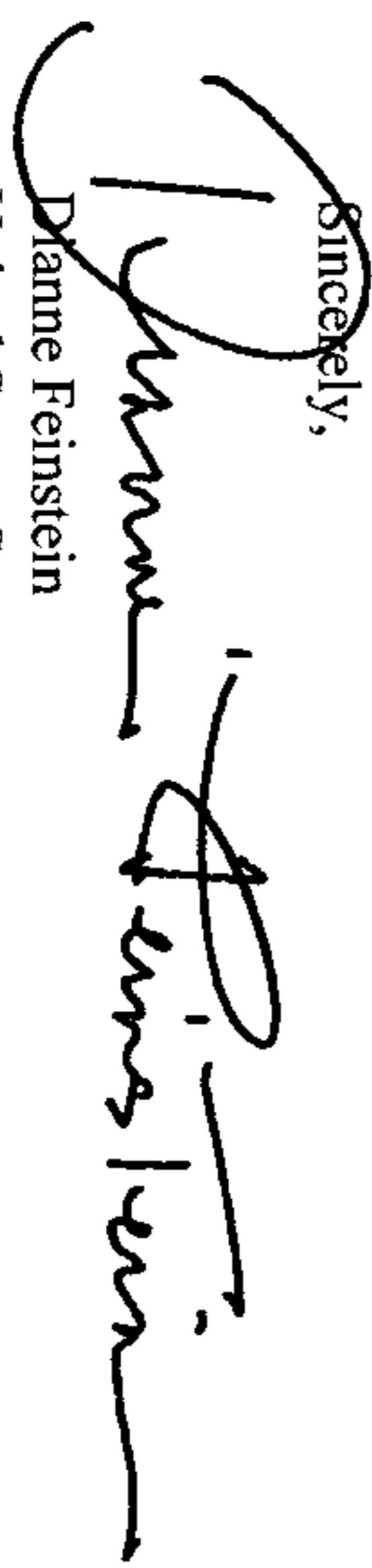
Income Determination Methods

Dividends, interest and salary are reported in the period received. In the case of interest earned on notes receivable, interest is reported as the amount accrued.

Capital gains are reported in the period realized. For individual securities, capital gains are reported net of offsetting losses realized during the reporting period. Capital losses are not otherwise offset against other sources of income. For instance, income relating to an investment that produced dividend income and capital losses during the period is reported at the amount of the dividend income only. Changes in unrealized capital gains are not included.

Income from S-Corporations is reported as the amount of dividends received, which differs from taxable income reportable on the Internal Revenue Service's form Schedule K-1. Income from partnerships is reported as the amount of distributions received from the partnership, which differs from taxable income reportable on Internal Revenue Service's form Schedule K-1.

Sincerely,



Dianne Feinstein
United States Senator