

UNITED STATES SENATE FINANCIAL DISCLOSURE REPORT FOR ANNUAL AND TERMINATION FILERS

<input type="checkbox"/> Amendment			
Last Name	First Name and Middle Initial	Annual Report	Senate Office / Agency In Which Employed
FEINSTEIN	DIANNE	Calendar Year Covered by Report 2013	UNITED STATES SENATE
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	(202) 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

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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.

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	\$15,000
	MCI (Spouse)	Arlington, VA	Example	Salary	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	CDP – Concord Egyptian Fund (Spouse)	St. Peter Port, Guernsey		Director's Fees	Over \$1,000
4	CBRE Group, Inc. (Spouse)	El Segundo, CA		Director's Fees	Over \$1,000
5	Coral Growth Investments Limited (Spouse)	St. Peter Port, Guernsey		Director's Fees	Over \$1,000
6	Fidelity Investments (Spouse)	San Francisco, CA		Retirement Plan	Over \$1,000
7					
8					
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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

- (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.

S, Example: DC, or J	IBM Corp. (stock) <hr/> (S) <i>Keystone Fund</i>
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1 City & County of San Francisco

BLOCK B

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						

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 Dianne Feinstein)

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:

- (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**

Actual
Amount
Require
d
if
"Other"
Specifie
d

	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 Require d if "Other" Specifie d	
S, Example: DC, or J	X							Example	X											Example	
		X						Example	X											Example	
M The Dianne Feinstein 1991 Trust																					
Dated 09/23/1991																					
Qualified Blind Trust			X				X			X	X X	X								X	
M Bertram Feinstein Trust: (Dianne Feinstein Beneficiary)																					
M Vanguard Life Strategy Conservative Growth Fund	X									X										X	
M Vanguard Life Strategy Income Fund	X									X								X			
M Vanguard Prime Money Market Fund				X						X						X					

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

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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 financial documents.

- (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.

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.

S, Example: DC, or J	<hr/> <i>IBM Corp. (stock)</i> <hr/> <i>(S) Keystone Fund</i>
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S | BK Capital Partners IV, L.P.

(12.0% owned by Blum Capital Partners, L.P.)

S | ITT Educational Services, Inc.

Common Stock

S | Career Education Corporation

Common Stock

S | Avid Technology, Inc.

Common Stock

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.

8Reporting Individual's Name

DIANNE FEINSTEIN

Page Number

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

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.

IBM Corp. (stock)S, Example:
DC,
or
J

(S) Keystone Fund

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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S	IBM Corp. (stock)		X																Example
S	(S) Keystone Fund		X																Example
S	CBRE Group, Inc.																		Example
	Common Stock	X																	
S	Moneygram International, Inc.																		
	Common Stock	X																	
S	SEI Investments Company																		
	Common Stock	X																	
S																			
S																			

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

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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IBM Corp. (stock)

S,
Example:
DC,
or
J

(S) Keystone Fund

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	
X							Example	X	X											Example	
		X	X				Example	X												Example	
S	Stinson Capital Partners, L.P.:																				
	(14.77% owned by Blum Capital Partners, L.P.)																				
S	CBRE Group, Inc.																				
	Common Stock											X								X	
S	ITT Educational Services, Inc.																				
	Common Stock											X									
S	Advance Auto Parts, Inc.																				
	Common Stock											X								X	
S	Avid Technology, Inc.																				
	Common Stock											X				X					

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.

<p>S, Example: DC, or J</p>	<p><i>IBM Corp. (stock)</i></p> <hr/> <p>(S) <i>Keystone Fund</i></p>
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S | Sealed Air Corporation

Common Stock

S | Newell Rubbermaid, Inc.

Common Stock

S | Marriott Vacations Worldwide Corp.

Common Stock

Journal of Health Politics, Policy and Law, Vol. 30, No. 4, December 2005
DOI 10.1215/03616878-30-4 © 2005 by The University of Chicago

Common Stock

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
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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.

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

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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:

- (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**

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***	\$1,000,001 - \$5,000,000	Over \$5,000,000
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X							Example	X											Example
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		X	X				Example	X											Example
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S **Stinson Capital Partners C, L.P.:**

(5.0% owned by Blum Capital Partners, L.P.)

S **Advance Auto Parts, Inc.**

Common Stock

X

X

X

S **Newell Rubbermaid, Inc.**

Common Stock

X

X

X

S **Sealed Air Corporation**

Common Stock

X

X

X

S **Marriott Vacations Worldwide Corp.**

Common Stock

X

X

X

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

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**

	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	X							Example	X											Example	
		X								X	X										Example
S Blum Strategic GP III, L.L.C. :																					
(22.86% owned by Richard C. Blum)																					
Blum Strategic Partners III, L.P. :																					
(1.0% owned by Blum Strategic GP III, L.L.C.)																					
(.003% owned by Blum Capital Partners, L.P.)																					
S CBRE Group, Inc.																					
Common Stock		X																			
S ITT Educational Services, Inc.																					
Common Stock		X								X											

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.

S, Example: DC, or J	<hr/> <i>IBM Corp. (stock)</i> <hr/> <i>(S) Keystone Fund</i>
---	---

S | Career Education Corporation

Common Stock

S | Avid Technology, Inc.

Common Stock

S | Moneygram International, Inc.

Common Stock

For more information about the study, please contact Dr. Michael J. Hwang at (310) 794-3000 or via email at mhwang@ucla.edu.

Common Stock

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
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	
								X	\$1,001 - \$2,500	
								X	\$2,501 - \$5,000	
								X	\$5,001 - \$15,000	
								X	\$15,001 - \$50,000	
								X	\$50,001 - \$100,000	
								X	\$100,001 - \$1,000,000	
								X	Over \$1,000,000***	
								X	\$1,000,001 - \$5,000,000	
								X	Over \$5,000,000	

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

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) (S) Keystone Fund	Type of Income						Amount of 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
S	Blum Strategic Equity III, L.L.C. · (13.99% owned by Richard C. Blum)	X	X	X	X	X	X	X	X	X	X	X	Example
S	Blum Strategic Partners III, L.P. · (3.1% owned by Blum Strategic Equity III, L.L.C.)												Example
S	CBRE Group, Inc.												
	Common Stock		X										
S	ITT Educational Services, Inc.								X				
	Common Stock		X			X		X		X			

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-

- (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 \$1,000
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.

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

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
S, Example: DC, or J	X							Example	X											Example	
		X						Example	X											Example	
S	Blum Strategic GP IV, L.L.C. : (21.97% owned by Richard C. Blum)																				
S	Blum Strategic Partners IV, L.P. : (1.0% owned by Blum Strategic GP IV, L.L.C.)																				
S	CBRE Group, Inc.																				
	Common Stock		X																		
S	ITT Educational Services, Inc.																				
	Common Stock		X																		

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 "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 \$1,000
Check the first column.

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

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	
S, Example: DC, or J	X							Example	X											Example		
		X						Example	X											Example		
S Career Education Corporation										X												
	Common Stock	X									X											
S SEI Investments Company											X											
	Common Stock	X									X											
S Avid Technology, Inc.												X										
	Common Stock	X										X										
S Moneygram International, Inc.												X										
	Common Stock	X										X										

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 instructions.

- (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.

<p>S, Example: DC, or J</p>	<p><i>IBM Corp. (stock)</i></p> <hr/> <p>(S) <i>Keystone Fund</i></p>
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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

BLOCK B

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

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		
X	Dividends		Over \$50,000,000		Actual Amount
Rent	Interest	Capital Gains			Required if "Other" Specified
		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	
			X		Example
					Example
					Example

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

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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:

- (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
X							Example	X	X										Example
		X	X				Example	X											Example

S, Example: DC, or J	IBM Corp. (stock)	X																	
	(S) Keystone Fund		X																
S	Blum Family Partners, L.P.:																		
	(91.7% owned by Richard C. Blum)																		
	(1% owned by Investment Partners, Inc.)																		
S	CV Holdings Inc. (formerly Realty Finance Corporation)																		
	Real Estate Investment Trust		X														X		
S	CBRE Group, Inc.																		
	Common Stock			X													X		
S	ITT Educational Services, 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. (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:

- (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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IBM Corp. (stock)

S, Example: DC, or J	IBM Corp. (stock)	X								X											Example
	(S) Keystone Fund		X																		Example

S Avid Technology, Inc.

Common Stock

X

S Career Education Corporation

Common Stock

X

S Moneygram International, Inc.

Common Stock

X

S Electronics for Imaging, Inc.

Common Stock

X

S PRGX Global, Inc.

Common Stock

X

ZT6ZT000000

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

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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:

- (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.

S | LPL Financial Holdings, Inc.

Common Stock

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	

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		
X	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund
X					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

Reporting Individual's Name

DIANNE FEINSTEIN

Page Number

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

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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IBM Corp. (stock)

S, Example:
DC, or J

(S) Keystone Fund

S CBRE Group, Inc.

Common Stock and Unvested Options

X

S Amyris, Inc.

Common Stock

X

S Avid Technology, Inc.

Common Stock

X

S Career Education Corporation

Common Stock

X

S LPL Financial Holdings, Inc.

Common Stock

X

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 "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 \$1,000
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
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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.

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

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
S, Example: DC, or J	IBM Corp. (stock)	X							X											Example
	(S) Keystone Fund	X																		Example
S	CBRE Group, Inc.																			
	Common Stock					X											X			
S	Avid Technology, Inc.																			
	Common Stock			X													X			
S	Career Education Corporation																			
	Common Stock			X													X			
S	Electronics for Imaging, Inc.																			
	Common Stock	X															X			
S	ITT Educational Services, 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 Richard C. Blum & Associates, Inc. (continuation))

Page Number

27

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			
X								Example	X												Example		
			X					Example	X												Example		

S, Example: IBM Corp. (stock)

DC, or J (S) Keystone Fund

S LPL Financial Holdings, Inc.

Common Stock X

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

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

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

M	Bertram Feinstein Trust
	(Dianne Feinstein is primary beneficiary)

M	Bank of America
	Deposit Account

M	San Francisco, CA
	X

M	First Republic Bank
	Deposit Account

M	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

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

M Richard C. Blum Marital Trust of
1994

(Dianne Feinstein is primary beneficiary)

Indexed Universal Life Policy

John Hancock – (Cash Value)

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

Page Number

29

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***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified	
x									x												

	Example	x																			Example
	Example	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 Dianne Feinstein (continuation))

Page Number

30

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	
X									X	X											Example

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

M	Richard C. Blum Marital Trust of 1996
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(Dianne Feinstein is primary beneficiary)

Indexed Universal Life Policy

John Hancock ~ (Cash 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

Page Number

31

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

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.

	S, DC, or J	Example: JP Computer, Wash DC Undeveloped land, Dubuque, Iowa	None (or less than \$1,001)	Type of Income							Amount of Income																			
				\$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***
J	Carlton Hotel Properties, L.P.														X															
	San Francisco, CA														X															
J	Bank of America																													
	Checking Account - San Francisco, CA														X															
J	Bank of America																													
	Checking Account - San Francisco, CA														X															
J	Princeville, Kauai – Hawaii																													
	Condominium														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.

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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 Capital Partners, L.P.)

Page Number

32

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
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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											

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

S Blum Capital Partners, L.P.

San Francisco, CA

(See pages 6 for publicly traded assets)

S BK Capital Partners IV, L.P.

San Francisco, CA

(See pages 7-8 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.

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Reporting Individual's Name

DIANNE FEINSTEIN

Page Number

33

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (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 "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
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S, DC, or J	JP Computer, Wash DC
	Undeveloped land, Dubuque, Iowa

S Stinson Capital Partners, L.P.

San Francisco, CA

(See pages 9-10 for publicly traded assets)

S Blum Strategic GP, L.L.C.

San Francisco, CA

(See page 44 non-publicly traded assets)

S Blum Strategic Equity, L.L.C.

San Francisco, CA

(See page 45 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

Page Number

34

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (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 "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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Reporting Individual's Name

DIANNE FEINSTEIN

Page Number

35

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (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 "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, DC, or J	JP Computer, Wash DC
	Undeveloped land, Dubuque, Iowa

S Blum Strategic Partners III, L.P.

San Francisco, CA

(See pages 12-15 for publicly traded assets)

(See pages 48-51 for non-publicly traded assets)

S Cevian Capital II, L.L.C.

Channel Islands

(See Blum Family Partners page 71)

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														
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	x											Example	
								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

Page Number

36

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Capital Partners, L.P. (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 "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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S, Example:
DC, or J JP Computer, Wash DC
Undeveloped land, Dubuque, Iowa

S Blum Strategic Partners, L.P.

San Francisco, CA

(See pages 44-45 for non-publicly traded assets)

S Blum Strategic Partners II, L.P.

San Francisco, CA

(See pages 46-47 for non-publicly traded assets)

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											Example	
	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.

T E 6 S T 0 0 0 0 0 0

Reporting Individual's Name

DIANNE FEINSTEIN

Page Number

37

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

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

S Stinson Capital Partners C, L.P.

San Francisco, CA

(See page 11 for publicly traded assets)

S Blum (K*Tec) Co. Investment Partners, L.P.

San Francisco, CA

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 Capital Partners T, L.P.

Page Number

38

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 | **TPG Management V, L.P.**

Fort Worth, TX

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

(See page 69 for non-publicly traded assets)

S | **TPG Asia Equity V, L.P.**

Fort Worth, TX

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

(See page 69 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.

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 - \$100,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified		
X								X													Example
																					Example

EESET 000000

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 Capital Partners T, L.P. (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 "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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S, Example: DC, or J,	JP Computer, Wash DC -
	Undeveloped land, Dubuque, Iowa

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	X										Example
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																			Example
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S TPG Associates III, L.P.

Fort Worth, TX

X

S TPG LAF Equity Partners, L.P.

Fort Worth, TX

X

S LatAm GP, L.P.

Fort Worth, TX

X

S Tarrant Venture Partners, L.P.

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 Capital Partners T, L.P. (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 "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	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	
	Undeveloped land, Dubuque, Iowa	X								X											Example	
S	TPG Equity IV, L.P.																					Example
	Fort Worth, TX (see Blum Family Partners L.P. page 69)																					Example
S	RCBA LAF Equity Partners, L.L.C.																					
	San Francisco, CA	X																				
S	Blum G.A. III Equity Partners, L.L.C.																					
	San Francisco, CA																					
	(See page 5B 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

Page Number

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

\$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

X

X

X

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

42

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											
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	Actual Amount
X									X									Example
																		Example

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

S Richard C. Blum & Associates, Inc.

San Francisco, CA

S BBA Foresight II, L.L.C.

San Francisco, CA X

S FWHY-88 Investors, L.P.

Fort Worth, TX X

S Blum GA IV, L.P.

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.

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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 Richard C. Blum & Associates, Inc. (continuation))

Page Number

43

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.**

1

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, L.L.C.)

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***	Over \$50,000,000	Actual Amount Required if "Other" Specified
X								X	X									Example
								X										Example

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

S Blum Strategic Equity, L.L.C.

San Francisco, CA

(25.7% owned by Richard C. Blum)

(.67% owned by Blum Capital Partners, L.P.)

(Blum Strategic Equity L.L.C. owned 3.69% of Blum Strategic Partners, L.P.)

S Thayer – Blum Funding III, L.L.C.

Washington, D.C.

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

Page Number

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

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 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

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	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							Example	x												Example	
							Example	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

Page Number

49

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP 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 "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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S, Example: DC, or J	JP Computer, Wash DC
	Undeveloped land, Dubuque, Iowa

S Colony HR Co – Investment Partners III, L.P.

Los Angeles, CA

X

S TPG Midwest Co-Investors, L.L.C.

Fort Worth, TX

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							Example	X												Example	
		X					Example	X												Example	
									X												
										X											
											X										
												X									
													X								
														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.
*** 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.)

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

S **Blum Strategic Equity III, L.L.C.**

San Francisco, CA

(13.99% owned by Richard C. Blum)

Blum Strategic Partners III, L.P.

(3.1% owned by Blum Strategic Equity III, L.L.C.)

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 III, 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.

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**

1

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

52

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	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	
	Undeveloped land, Dubuque, Iowa	X								X											Example	
S	Blum Strategic GP IV, L.L.C.																					Example
	San Francisco, CA																					Example
	(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																			
S	Xtralis Group Holdings Ltd.																					
	Preferred Stock		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 Equity IV, L.L.C.)

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.

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	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
S, Example: DC, or J	x							x	x	x										Example
	x								x											Example

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

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

S Xtralis Group Holdings Ltd

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 GA III, L.L.C.)

Page Number

55

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***	Over \$5,000,000	Actual Amount	Required if "Other" Specified
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S, Example: DC, or J	JP Computer, Wash DC Undeveloped land, Dubuque, Iowa	X							X											Example
S	Blum GA III, 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 Genpar III, L.P.																			
	Fort Worth, TX		X							X										
S	Newbridge Advisors III, Inc.										X									
	Fort Worth, TX		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 GA III Equity, L.L.C.)

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.

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	x	\$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
x									x											Example
									x											Example

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

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.

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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 Investment Partners, Inc.)

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	\$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	
S, Example: DC, or J	JP Computer, Wash DC	X											X	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	Required if "Other" Specified
	Undeveloped land, Dubuque, Iowa	X											X							Example
S	Blum Investment Partners, Inc.																			Example
	San Francisco, CA																			Example
	(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 54 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

Page Number

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PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Investment Partners, Inc. (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 "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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S. Example: DC, or J	JP Computer, Wash DC	X									
	Undeveloped land, Dubuque, Iowa	X									

S Rattlesnake Funding, L.L.C.

San Francisco, CA

(1.0% owned through Blum Investment Partners, Inc.)

X

S Blum Holdings Spokane, L.P.

San Francisco, CA

(1.0% owned through Blum Investment Partners, Inc.)

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.

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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 Investment Partners, Inc. (continuation))

Page Number

60

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 - \$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							Example	X	X											Example		
							Example	X												Example		
S	Blum G.A. IV, L.P.																					
	San Francisco, CA	X																				
S	BCP Investment A, L.P.																					
	San Francisco, CA	X																				
S	Carlton Hotel Properties, L.P.																					
	San Francisco, CA	X																				
S	Richard C. Blum Family Partnership																					
	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

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.

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
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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	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	
S Blum Family Partners, L.P.		x								x	x										Example	
	San Francisco, CA																					Example
	(See pages 62-71 for non-publicly traded assets)																					Example
S Lucky Bluff, LLC			x															x				
	San Francisco, CA		x																			
S Blum Asia GP, LLC																		x				
	San Francisco, CA	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.)

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.

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 \$1,000,000***	\$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										
S,	DC, or J													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***
				x										x							x									
					x																x									
S		Blum Family Partners, L.P.:																												
		San Francisco, CA																												
S		AEOW 2000 L.P.																												
		San Francisco, CA		x																	x									
S		BBA Foresight, L.L.C.																			x									
		Tucson, AZ							x												x									
S		BBA Foresight II, L.L.C.																			x									
		Albuquerque, New Mexico							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.

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: DC, or J	S, <i>JP Computer, Wash D</i> <i>Undeveloped land, Dut</i>
-----------------------------------	--

CB Richard Ellis Partners U.S.
IV, L.L.C.

Los Angeles, CA

S | Central Station Land, L.L.C

Emeryville, CA

S | BCP Investments, L.P.

San Francisco, CA

S | Bill Press Partners, L.L.C.

Washington, D.C.

10. The following table summarizes the results of the study. The first column lists the variables, the second column lists the sample size, and the third column lists the estimated effect sizes.

BLOCK B

At the close of reporting period
If None, or less than \$1,000
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

Block C

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

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.

		\$ 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 - \$25,000,000	\$25,000,001 - \$50,000,000
Example: S, DC, J or		JP Computer, Wash DC		x						\$1,000,001 - \$5,000,000	
		Undeveloped land, Dubuque, Iowa		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				
S	Current Media, LLC										
	San Francisco, CA						x				

BLOCK B

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

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

66

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.

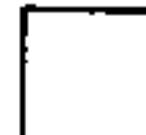
None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
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BLOCK 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 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
X							Example	X	X								Example	
							Example	X									Example	
S	Lucky Bluff, L.L.C.			X														
	San Francisco, CA																	
S	OZ Fitness Holdings Corp.			X														
	Spokane, WA																	
S	BMGH			X														
	Sacramento, CA																	
S	Greysoft Partners Annex Fund, LP			X														
	New York, NY																	

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

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.

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		
X							Example	X												Example	
	X						Example	X												Example	

S, DC, or J	JP Computer, Wash DC
	Undeveloped land, Dubuque, Iowa
S	Tensile Capital Management, LLC
	San Francisco, CA
S	Filmyard Holdings, LLC
	Santa Monica, CA
S	RST, Inc.
	San Francisco, CA
S	The Strategic Recovery Fund II, L.P.
	London, UK

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

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 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															
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	X	X	Example	Example	
																						Example

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

S Blum Capital Partners T, L.P.

San Francisco, CA

(See pages 38-41 for non-publicly traded assets)

S Bell Mountain Capital Partners, L.L.C.

Edmonton, Canada

S Gobi Investment Partners, L.P.

Los Angeles, CA

S Petits Pains & Co., L.P.

Burlingame, 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

Page Number

70

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (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 "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 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	Over \$5,000,000	
X								X	X							Example
																Example
																Example
S First Republic Bank																
San Francisco, CA	X															
S Bank of America																
San Francisco, CA	X															
S BDK Holdings, L.L.C.																
San Francisco, CA	X															
S BTIG, L.L.C.																
Brokerage Account - Cash	X															
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.

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

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														
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	Actual Amount	Required if "Other" Specified		
x								x	x												Example
	x																				Example
x																					Example
S	Cevian Capital II, L.L.C.																				
	San Francisco, CA	x																			x
S	TPG Chinos Co-Invest, L.P.																				
	Fort Worth, TX			x																	x
S	Carlton Hotel Properties, L.P.																				
	San Francisco, CA																				
	(See page 31 for non-publicly traded assets)																	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)

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

		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
S	Blum Strategic Holdings, LP																			Example
	San Francisco, CA																			Example
	(see page 20 for publicly traded assets)																			Example
S	ABERDEEN US Equity																			
	San Francisco, CA		X																	
S	Fidelity Retirement											X		X						
	Money Market			X									X		X					
S	Lake Merced – San Francisco, CA																			
	Condominium	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.

*** 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

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.

- (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	\$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
------------------------------------	--------------------	---------------------	----------------------	-----------------------	-----------------------	-------------------------	---------------------	---------------------------	----------------------------	-----------------------------

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**

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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 (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 "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		
X								X	X											Example	
																				Example	
S	Bank of America																				Example
	Deposit Account – San Francisco, CA											X									
S	First Republic Bank																				Example
	Deposit Account – San Francisco, CA											X									
S	ASTAR USA, L.L.C.																				
	Miami, FL											X									X
S	BTIG, L.L.C.																				
	Brokerage Account – Cash											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

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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.

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
-----------------------------	--------------------	---------------------	----------------------	-----------------------	-----------------------	-------------------------	---------------------	---------------------------	----------------------------	-----------------------------	-------------------

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	
Dividends	Rent	Interest	Capital Gains	Exempted 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	Required if "Other" Specified	Actual Amount	
x								x	x											Example	Example
		x																			Example

S	RCBA LAF Advisors. L.L.C.																				
	San Francisco, CA	x																			
S	BTIG, L.L.C.																				
	Brokerage Account – Cash																				
	San Francisco, CA			x													x				
S	Tahoe Tavern – Tahoe City																				
	Condominium	x															x				
S	JP Morgan – Savings Account																				
	New York, NY				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

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PART IV. TRANSACTIONS

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.

Identification of Assets

	S, Example: DC, or J	Transaction Type (x)			Amount of Transaction (x)											
		Purchase	Sale	Exchange	Transaction Date (Mo., Day, Yr.)	\$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			2/1/0X		X			E	X	A	M	P	L	E
			X		1/27/0X				X	E	X	A	M	P	L	E
S	180 West Lake Blvd # 229, Tahoe City															
	Real Estate		X		6/14/2013						X					
S	109 South Lake Merced Hill #3E, San Francisco, CA															
	Real Estate		X		3/29/2013						X					
M	Vanguard Life Strategy Conservative Growth Fund															
	Mutual Fund		X		6/24/2013										X	
M	Vanguard Life Strategy Income Fund															
	Mutual Fund		X		6/24/2013										X	
M	Vanguard Prime Money Market Fund															
	Mutual Fund		X		6/24/2013										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.

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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

Reporting Individual's Name

DIANNE FEINSTEIN

PART VII. LIABILITIES

(Liabilities of Spouse)

Page Number

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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.

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United States Senate

SELECT COMMITTEE ON
INTELLIGENCE—CHAIRMAN
COMMITTEE ON APPROPRIATIONS
COMMITTEE ON THE JUDICIARY
COMMITTEE ON RULES AND
ADMINISTRATION

WASHINGTON, DC 20510-0504

<http://feinstein.senate.gov>

May 15, 15 Pg. 2: 35

May 15, 2014

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, 2013, and includes income for the period January 1, 2013 through December 31, 2013. Valuations of assets are presented as of December 31, 2013.

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, LP, a pension from the City of San Francisco, deposit accounts at Bank of America, First Republic Bank, and Vanguard Prime Money Market Fund. Vanguard Life Strategy Conservative Growth Fund and Vanguard Life Strategy Income Fund were sold in 2013. 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, 28 through 30 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 page 31.)

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

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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 C, L.P., which were liquidated during 2013.

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., and Blum Strategic Partners, L.P. which were liquidated as of June 30, 2013. 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. were 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

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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. The Current Media investment was sold in January of 2013 with a portion of the proceeds deposited into an escrow account to be paid on or about June 30, 2014 (See pages 46 and 47).

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 (this investment was sold during 2013), and TPG Midwest Co-Investors, L.L.C., a partnership formed to invest in Midwest Air Group. (See pages 48 through 51).

Blum Strategic IV, L.P's private investments include Xtralis, 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 52 and 53).

In 2012, Blum Strategic Holdings, LP was formed to hold shares of CBRE distributed from Blum Strategic II, LP (See page 20 and 72)

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 32 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

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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 42)

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. The final distribution was made during 2013.

TPG Associates III, L.P.

(page 39)

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 Holdings, Inc., Iasis Healthcare Corp, SunGard Capital Corp. and LifeSync Corporation. The Neiman Marcus Group, Inc. was sold during 2013.

TPG Equity IV, L.P.

(page 40)

Address: 301 Commerce Street, Suite 3300
Fort Worth, TX 76102

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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, Freescale Semiconductor, Inc., Broadcast Media Partners, Inc.(formerly TDFUnivision Communications, Inc.), Sabre Holdings, Biomet, Inc., Petco Holdings, Inc., Grohe AG, Iasis Healthcare, LLC, Isola AG, Vita Grormerly British Vita), LPL Financial Holding, Inc., SunGard Capital Corp., Energy Future Holdings, and Incand Telefusion de France International SA.

The Neiman Marcus Group, Inc. was sold during the year.

[TPG LAF Equity Partners, L.P.](#)
(page 39)

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 39)

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 39)

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 38)

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

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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 International SA, Aptina Imaging, TPG CW, LP, American Tire Distributors Holdings, Inc., 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 38)

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 Global AT&T Holdings, Ltd. (formerly United Test and Assembly Center), NorthStar Equity Partners II Limited, Shriram City, Unitrust Finance and Leasing Corp. (formerly Union Finance), and Daphne International Holdings Limited, Healthscope Hospital Holdings Pty Ltd., China International Capital Corporation Limited, Avon Japan, Delta Dunia, Vishal Megamart, Shiram Capital Ltd., Shiram Properties Ltd., Comtec Solar Systems, PT BFI Finance, HCP Global Limited, Ingham Holdings I Pty, Ltd., Wumart Stores, Inc., Li Ning Company Limited, Alinta Energy, and Joint Corporation.

Faber Street, L.L.C.

(page 68)

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, 2013, (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, 2013.

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 RCB Inc. has been reported based on dividends received.

Nicanor C. Duval Málaga 1994

Diane Remsen 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 page 29).

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Dianne Reinstein 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 30).

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	1.00%

The value of each of 1) the combined interest of Diane Feinstein and her spouse and 2) Diane 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 pages 31, 60 and 71). The amount reported on page 31 is 100% of the income from the partnership.

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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 62 through 71). First Republic Bank and Bank of America reported on page 70 are savings and checking accounts, respectively.

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, 2013, 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 68)

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 Strategic Recovery Fund II, L.P.

(page 67)

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. All the securities were sold in 2013 and the Fund was liquidated.

Thayer-Blum Funding III, LLC

(page 44 and 45)

Address: 1455 Pennsylvania Avenue, N.W., Suite 350
Washington, D.C. 20004

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Business Description: A limited liability company formed to invest in Suntron Corporation, Phoenix, AZ. Suntron Corporation provides vertically integrated electronic manufacturing services. The Corporation was sold during 2013.

AEOW 2000 LP
 (page 62)

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. The partnership was liquidated in 2013.

Astar USA LLC (formerly Astar Air Cargo Holdings, L.L.C.)
 (page 74)

Address: Two South Biscayne Blvd. Suite 3663
 Miami, FL 33131

Business Description: Airline cargo service.

Francisco Partners, L.P.
 (page 65)

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 public investments. The investments include Barracuda, C-MAC, Foundation 9, FrontRange Solutions, GXS, Electrical Components International, Wizard Parent and WebTrends.

Lucky Bluff, LLC
 (page 61)

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. Central Station Land, L.L.C.
 (page 63)

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Address: 1500 Park Avenue # 200
Emeryville, CA 94608

Business Description: Real estate development in Oakland, California.

Cevian Capital II, LLC
(page 71)

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. The partnership elected to redeem their interest in 2013.

Greycroft Partners, LP
(page 65)

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., Ad.ly, Inc., Collective Media, Inc., Ceros Inc., Extreme Reach, Inc., Fanhattan Holding Corp, Glam Media, Health Plan One, Inc., Hip Digital Media, Inc., LocalResponse, Inc., Oggifinogi, Inc., Joynet, Inc, K2 Network, Inc., ShoreTell, MDX Medical, Inc., OnePIN, Inc., WideOrbit, Inc., and United Sample, Inc.

During 2013 Salesforce and License Stream, Inc. were sold.

Coral Growth Investments Limited
(page 64)

Address: St. Peter Port, Guernsey

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, and Lecico Egypt SAE.

During 2013 Amoun Pharmaceutical Company was sold.

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Escrow Partners, L.P.
(page 73)

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. This entity was liquidated in 2013.

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 RCBA, Inc. or BCP, L.P

Blum Investment Partners, Inc.
(page 57 to 60)

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.

Blum Investment Partners II, Inc.
(page 61)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

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 54)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

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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. Newbridge Genpar Partnership, L.P was liquidated during 2013.

Blum G.A., L.L.C.

(page 41)

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 55)

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.

Blum GA III Equity Partners, LLC

(page 56)

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 60)

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 75)

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.).

RCBA Newbridge LAF, L.L.C.

(page 41)

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 40)

Address: 909 Montgomery Street, Suite 400
San Francisco, CA 94133

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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 37)

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. The Corporation was sold in 2013.

Blum Holdings Spokane, L.P.
(page 59 and 64)

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.

OZ Fitness Holdings Corp.
(page 66)

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 62)

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 62)

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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 63)

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 63)

Address:
865 South Figueroa Street, Suite 3500
Los Angeles, CA 90017

Business Description: Investment in real estate, loans and other securities.

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 63).

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 63).

Filmyard Holdings, LLC
(page 67)

Address:
2450 Broadway, 6th Floor
Santa Monica, CA 90404

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Business Description: Motion picture film and film rights library.

RST, Inc.
(page 67)

Address: 3791 Rocky Knoll Way
Santa Rosa, CA

Business Description: Premier internet source of fine wine and related services.

BDK Holdings, LLC
(page 70)

Address: Two South Biscayne Blvd. Suite 3663
Miami, FL 33131

Business Description: To explore investments in airline cargo services.

Tensile Capital Management
(page 67)

Address: Two Embarcadero Center
San Francisco, CA

Business Description: Value oriented investment hedge fund.

Colony American Homes Holdings
(page 65)

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.

Bell Mountain Capital Partners, LLC
(page 69)

Address: 2638 Watcher Way
Alberta, Canada

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Business Description: Value oriented investment hedge fund.

Gobi Investment Partners, LP
(page 69)

Address: 10951 Pico Blvd., Suite 201
Los Angeles, CA

Business Description: Value oriented investment hedge fund.

Petits Pains and Co, LP
(page 69)

Address: 1730 Gilbreth Road
Burlingame, CA

Business Description: The production and distribution of artisan breads and baked goods.

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

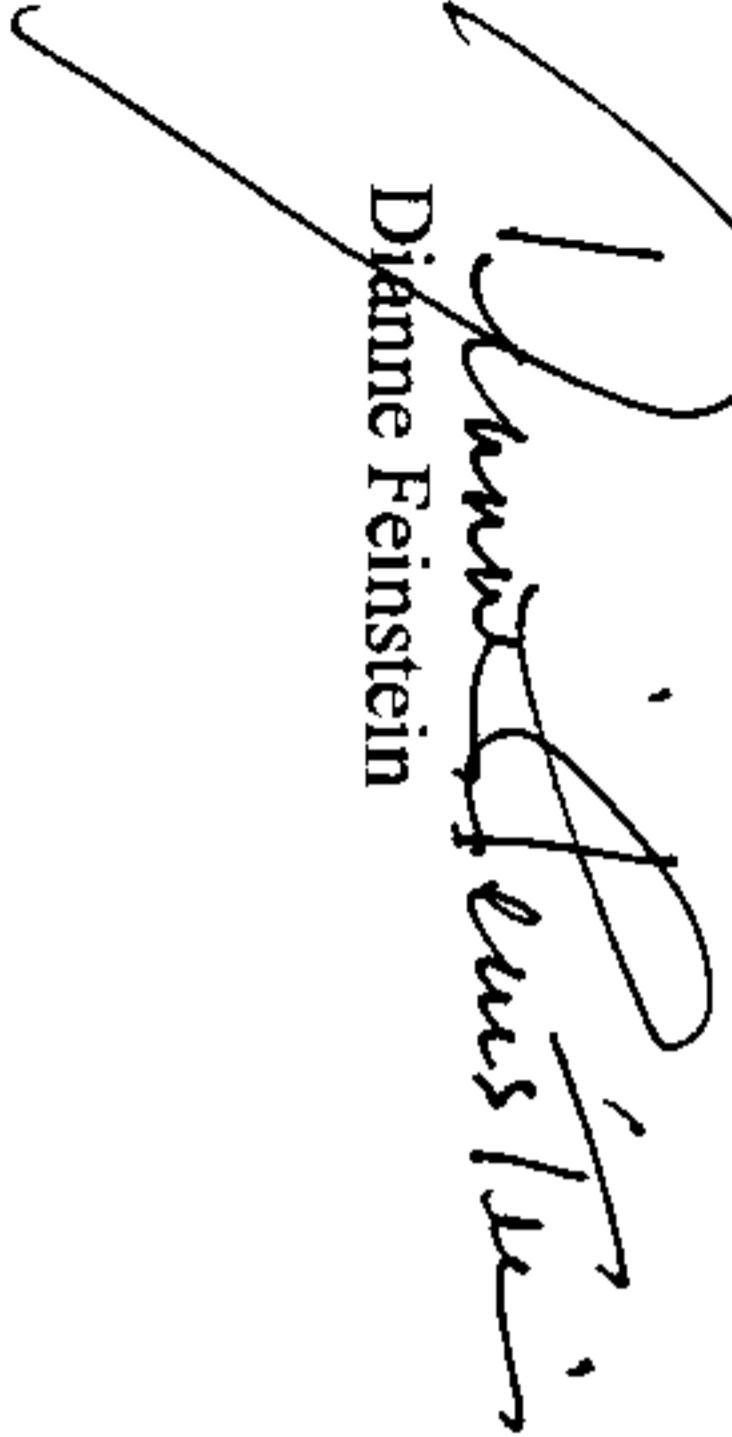
Dividends, interest and salary are reported in the period received. In the case of interest earned on notes receivable, interest is reported as the amount accrued.

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



A handwritten signature in black ink, appearing to read "Dianne Feinstein". The signature is fluid and cursive, with a large, stylized 'F' at the beginning.