

00000622502

UNITED STATES SENATE FINANCIAL DISCLOSURE REPORT FOR ANNUAL AND TERMINATION FILERS

<input type="checkbox"/> Amendment			
Last Name		First Name and Middle Initial	
FEINSTEIN		DIANNE	
Senate Office Address (Number, Street, City, State, and ZIP Code)		Annual Report Calendar Year Covered by Report	Senate Office / Agency in Which Employed
331 Hart, Senate Bldg. Washington DC 20519		2012	UNITED STATES SENATE
Senate Office Telephone Number (include Area Code)		Termination Report Termination Date (mm/dd/yy)	Prior Office / Agency in Which Employed
(2002) 224-3841			

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

		YES	NO			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"/>	<input 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"/>	<input 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"/>	<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"/>	<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"/>	<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"/>	<input 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"/>	<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"/>	<input 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"/>	<input type="checkbox"/>	If this is your <u>FIRST</u> Report: Did you receive compensation of more than \$5,000 from a single source in the <u>two</u> prior years? If Yes, complete and attach PART X.	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

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

	<p>FOR OFFICIAL USE ONLY Do Not Write Below this Line</p> <p style="font-size: 2em; transform: rotate(90deg);">RECEIVED SECRETARY OF THE 13 MAY 15 PM</p>
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Reporting Individual's Name DIANNE FEINSTEIN	PART II. EARNED AND NON-INVESTMENT INCOME (OF DIANNE FEINSTEIN)	Page Number 2
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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.

	Name of Income Source	Address (City, State)	Type of Income	Amount
<i>Example</i>	<i>JP Computers</i>	<i>Wash., DC</i>	<i>Salary</i>	<i>\$15,000</i>
	<i>MCI (Spouse)</i>	<i>Arlington, VA</i>	<i>Salary</i>	<i>Over \$1,000</i>
1	City & County of San Francisco	San Francisco, CA	Pension	\$54,925



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Reporting Individual's Name

DIANNE FEINSTEIN

PART II. EARNED AND NON-INVESTMENT INCOME

Page Number

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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.

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



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Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
 4

BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.									BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
											Type of Income					Amount of Income															
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)				X							X							Example	X											Example
	(S) Keystone Fund				X									X					Example	X											Example
1	City & County of San Francisco						X								X											X					

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein)	Page Number 5
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																						
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
		Type of Income								Amount of Income																						
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund				X									X		X			Example	X										Example		
M	The Dianne Feinstein 1991 Trust																															
	Dated 09/23/1991																															
	Qualified Blind Trust							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						



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Capital Partners, L.P.)	Page Number 6
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example
	(S) Keystone Fund			X									X		X				Example	X										Example	
S	Blum Capital Partners, L.P.:																														
S	eResearch Technology, Inc.																														
	Common Stock	X																			X										
S	PRGX Global, Inc.																														
	Common Stock	X																			X										
S	Career Education Corporation																														
	Common Stock			X																	X										
S	JDA Software Group, Inc.																														
	Common Stock	X													X											X					



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Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Capital Partners, L.P. (Continuation))											Page Number 7																			
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.									BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
											Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund				X									X	X				Example	X											Example	
S	ITT Educational Services, Inc.																															
	Common Stock			X																	X											
S	Avid Technology, Inc.																															
	Common Stock				X																X											
S	CBRE Group, Inc.																															
	Common Stock			X																	X											
S	Electronics for Imaging, Inc.																															
	Common Stock	X																			X											
S	Moneygram International, Inc.																															
	Common Stock	X																			X											

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through BK Capital Partners IV, L.P.)	Page Number 8
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example		X										Example
	(S) Keystone Fund			X									X		X				Example	X										Example	
S	BK Capital Partners IV, L.P.:																														
	(12.0% owned by Blum Capital Partners, L.P.)																														
S	ITT Educational Services, Inc.																														
	Common Stock			X																	X										
S	Career Education Corporation																														
	Common Stock			X																	X										



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through BK Capital Partners IV, L.P. (continuation))	Page Number 9
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BLOCK A Identify of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																									
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																									
		Type of Income										Amount of Income																									
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	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	IBM Corp. (stock)											X											X											Example			
	(S) Keystone Fund													X	X							X												Example			
S	Collective Brands, Inc.																																				
	Common Stock											X				X													X								
S	Avid Technology, Inc.																																				
	Common Stock															X																					
S	eResearch Technology, Inc.																																				
	Common Stock											X																									
S	CBRE Group, Inc.																																				
	Common Stock														X																						
S	Electronics for Imaging, Inc.																																				
	Common Stock											X																									

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through BK Capital Partners IV, L.P. (continuation))	Page Number 10
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																										
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: <ul style="list-style-type: none"> (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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																										
												Type of Income							Amount of Income																			
												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	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Actual Amount Required if "Other" Specified					
S, Example: DC, or J	IBM Corp. (stock)																Example																			Example		
	(S) Keystone Fund																Example																			Example		
S	Moneygram International, Inc.																																					
	Common Stock	X																																				
S	SEI Investments Company																																					
	Common Stock	X																																				
S	SBA Communications Corporation																																					
	Common Stock	X																																				

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Reporting Individual's Name

DIANNE FEINSTEIN

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

Page Number

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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		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																				
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X									X							Example	X										Example	
	(S) Keystone Fund				X										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												X					
S	ITT Educational Services, Inc.																					X										
	Common Stock				X																											
S	JDA Software Group, Inc.																															
	Common Stock	X													X											X						
S	Interxion Holding NV																															
	Common Stock	X													X										X							

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners, L.P. (continuation))	Page Number 12
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X						Example	X											Example	
	(S) Keystone Fund			X										X	X			Example	X											Example	
S	eResearch Technology, Inc.																														
	Common Stock	X																			X										
S	Advance Auto Parts, Inc.																														
	Common Stock				X							X			X											X					
S	Career Education Corporation																					X									
	Common Stock	X																													
S	SBA Communications Corporation																														
	Common Stock	X													X											X					
S	Avid Technology, Inc.																														
	Common Stock				X																	X									



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X DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners, L.P. (continuation))												Page Number 13																		
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																						
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income						Amount of Income						Actual Amount Required if "Other" Specified										
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X												Example
	(S) Keystone Fund				X									X		X			Example	X											Example	
S	Collective Brands, Inc.																															
	Common Stock	X													X											X						
S	SEI Investments Company																															
	Common Stock	X										X			X											X						
S	Sealed Air Corporation																															
	Common Stock				X							X			X						X											
S	CareFusion Corporation																															
	Common Stock	X													X										X							
S	Moneygram International, Inc.																															
	Common Stock	X													X						X											

00000622515

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners, L.P. (continuation))	Page Number 14
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																						
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund			X										X	X				Example	X										Example		
S	Tyler Technologies, Inc.																															
	Common Stock	X													X										X							
S	Electronics for Imaging, Inc.																															
	Common Stock	X													X						X											
S	Newell Rubbermaid, Inc.																															
	Common Stock			X								X			X									X								
S	AIMIA Inc. (formerly Groupe Aeroplan Inc.)																															
	Common Stock	X										X			X						X											
S	Marriott Vacations Worldwide Corp.																															
	Common Stock	X																							X							



00000622516

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
15

BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		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																					
												Type of Income					Amount of Income					Actual Amount Required If "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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, Example: DC, or J	IBM Corp. (stock)			X									X							Example	X											Example	
	(S) Keystone Fund				X										X	X				Example	X											Example	
S	Stinson Capital Partners (QP), L.P.:																																
	(5.9% owned by Blum Capital Partners, L.P.)																																
S	PRGX Global, Inc.																																
	Common Stock	X																			X												
S	ITT Educational Services, Inc.																					X											
	Common Stock	X																															
S	CBRE Group, Inc.																																
	Common Stock	X													X													X					

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Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
16

BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.										BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund				X									X		X			Example	X											Example	
S	eResearch Technology, Inc.																															
	Common Stock	X													X						X											
S	JDA Software Group, Inc.																															
	Common Stock	X																			X											
S	Avid Technology, Inc.																															
	Common Stock	X																			X											
S	Career Educational Corporation																															
	Common Stock	X																			X											
S	SBA Communications Corporation																															
	Common Stock	X												X														X				



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners (QP), L.P. (continuation))	Page Number 17
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																				
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust		Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X						Example		X										Example
	(S) Keystone Fund			X									X		X			Example		X									Example	
S	Collective Brands, Inc.														X															
	Common Stock	X																									X			
S	Moneygram International, Inc.														X							X								
	Common Stock	X																												
S	CareFusion Corporation														X											X				
	Common Stock	X																										X		
S	Tyler Technologies, Inc.																													
	Common Stock	X														X												X		
S	SEI Investments Company																													
	Common Stock	X										X			X										X					



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners (QP), L.P. (continuation))	Page Number 18
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock) (S) Keystone Fund			X								X						Example	X											Example	
				X									X		X			Example	X											Example	
S	Sealed Air Corporation											X			X																
	Common Stock	X										X			X																
S	Electronics for Imaging, Inc.														X																
	Common Stock	X													X																
S	Advance Auto Parts Inc.														X																
	Common Stock	X													X																
S	Interxion Holding NV														X											X					
	Common Stock	X													X											X					

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Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
19

BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		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																					
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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, Example: DC, or J	IBM Corp. (stock)			X									X							Example	X											Example	
	(S) Keystone Fund				X										X	X				Example	X											Example	
S	Stinson Capital Partners L, L.P.:																																
	(1.0 % owned by Blum Capital Partners, L.P.)																																
S	JDA Software Group, Inc.																																
	Common Stock	X													X							X											
S	CBRE Group, Inc.																																
	Common Stock	X														X								X									
S	ITT Educational Services, Inc.																																
	Common Stock	X																				X											

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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets									BLOCK C Type and Amount of Income																											
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.									If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																											
		None (or less than \$1,001)									Dividends		Rent		Interest		Capital Gains		Excepted Investment Fund		Excepted Trust		Qualified Blind Trust		Other		Amount of Income											
		None	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount	Required if "Other" Specified												
S, Example: DC, or J	IBM Corp. (stock)			X								X												Example	X									Example				
	(S) Keystone Fund				X																			Example	X									Example				
S	Career Education Corporation																																					
	Common Stock	X																							X													
S	Advance Auto Parts, Inc.																																					
	Common Stock	X																										X										
S	SBA Communications Corporation																																					
	Common Stock	X																																				
S	Collective Brands, Inc.																																					
	Common Stock	X																								X												
S	SEI Investments Company																																					
	Common Stock	X																										X										

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners L, L.P. (continuation))	Page Number 21
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example
	(S) Keystone Fund			X										X		X			Example	X											Example
S	CareFusion Corporation																														
	Common Stock	X													X							X									
S	Avid Technology, Inc.																														
	Common Stock	X																				X									
S	Newell Rubbermaid, Inc.																														
	Common Stock	X										X			X									X							
S	Thomas & Betts Corporation																														
	Common Stock	X													X									X							
S	Sealed Air Corporation																														
	Common Stock	X										X			X							X									



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Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners L, L.P. (continuation))												Page Number 22																		
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.										BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
												Type of Income					Amount of Income					Actual Amount Required if 'Other' Specified										
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	Over \$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)		None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund				X									X		X			Example	X											Example	
S	Electronics for Imaging, Inc.																															
	Common Stock	X													X							X										
S	Moneygram International, Inc.																															
	Common Stock	X													X							X										
S	Tyler Technologies, Inc.																															
	Common Stock	X														X						X										
S	AIMIA Inc. (formerly Groupe Aeroplan Inc.)																															
	Common Stock	X													X							X										



00000622524

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners L, L.P. (continuation))	Page Number 23
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income				Amount of Income																	
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	<i>IBM Corp. (stock)</i>			X								X							Example	X									Example		
	(S) <i>Keystone Fund</i>			X										X	X				Example	X									Example		
S	eResearch Technology, Inc.																														
	Common Stock	X																			X										

00000622525

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners C, L.P.)																Page Number 24																		
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								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				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			
S, Example: DC, or J	IBM Corp. (stock)			X									X					Example		X															Example	
	(S) Keystone Fund				X										X				Example	X															Example	
S	Stinson Capital Partners C, L.P.: (5.0% owned by Blum Capital Partners, L.P.)																																			
S	JDA Software Group, Inc. Common Stock	X													X																					
S	ITT Educational Services, Inc. Common Stock	X																			X															
S	CareFusion Corporation Common Stock	X														X																				



00000622526

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners C, L.P. (continuation))											Page Number 25															
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																		
										Type of Income					Amount of Income						Actual Amount Required if "Other" Specified							
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	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
S, Example: DC, or J	IBM Corp. (stock)			X					X						Example	X												Example
	(S) Keystone Fund				X						X	X			Example	X												Example
S	SBA Communications Corporation																											
	Common Stock	X									X													X				
S	Advance Auto Parts, Inc.																											
	Common Stock				X				X								X											
S	SEI Investments Company																											
	Common Stock	X							X		X											X						
S	Newell Rubbermaid, Inc.																											
	Common Stock				X				X														X					
S	Collective Brands, Inc.																											
	Common Stock	X									X									X								



00000622527

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners C, L.P. (continuation))	Page Number 26
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X										Example	
	(S) Keystone Fund			X										X	X				Example	X										Example	
S	Thomas & Betts Corporation														X																
	Common Stock	X														X										X					
S	Sealed Air Corporation																							X							
	Common Stock				X							X																			
S	Career Education Corporation																														
	Common Stock	X													X																
S	AIMIA Inc. (formerly Groupe Aeroplan Inc.)																														
	Common Stock	X										X			X												X				
S	Tyler Technologies, Inc.																														
	Common Stock	X													X												X				



00000622528

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Stinson Capital Partners C, L.P. (continuation))													Page Number 27																		
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																							
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																							
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified													
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X												Example	
	(S) Keystone Fund				X									X	X				Example	X												Example	
S	Avid Technology, Inc.																																
	Common Stock	X																			X												
S	Marriott Vacations Worldwide Corp.																																
	Common Stock				X																X												



00000622529

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic GP II, L.L.C.)	Page Number 28
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X						Example		X										Example	
	(S) Keystone Fund			X									X		X			Example		X									Example		
S	Blum Strategic GP II, L.L.C. :																														
	(27.07% owned by Richard C. Blum)																														
	Blum Strategic Partners II, L.P. :																														
	(1.89% owned by Blum Strategic GP II, L.L.C.)																														
	(.005% owned by Blum Capital Partners, L.P.) :																														
	Blum Strategic Partners II GmbH KG Co:																														
	(1.0% owned by Blum Strategic GP II, L.L.C.)																														
S	PRGX Global, Inc.																														
	Common Stock	X													X							X									



00000622530

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
29

BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		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																							
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified													
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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, Example: DC, or J	IBM Corp. (stock)			X									X							Example	X											Example	
	(S) Keystone Fund				X										X	X				Example	X											Example	
S	CBRE Group, Inc.																																
	Common Stock	X													X													X					
S	eResearch Technology, Inc.																																
	Common Stock	X														X						X											

00000622531

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
30

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

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

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

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

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

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

S, Example: DC, or J	IBM Corp. (stock)	(S) Keystone Fund	Valuation of Assets								Type of Income							Actual Amount Required if "Other" Specified																
			None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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									X							Example	X											Example	
						X									X		X				Example	X											Example	
S	Blum Strategic Equity II, L.L.C. :																																	
	(8.85% owned by Richard C. Blum)																																	
	Blum Strategic Partners II, L.P. :																																	
	(1.77% owned by Blum Strategic Equity II, L.L.C.)																																	
S	PRGX Global, Inc.																																	
	Common Stock	X																				X												

00000622532

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
31

BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		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																					
												Type of Income					Amount of Income					Actual Amount Required If "Other" Specified											
		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.		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust		Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***
S, Example: DC, or J	IBM Corp. (stock)			X									X							Example	X											Example	
	(S) Keystone Fund			X										X		X				Example	X											Example	
S	CBRE Group, Inc.																																
	Common Stock	X														X												X					
S	eResearch Technology, Inc.																																
	Common Stock	X															X						X										

00000622533

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
32

BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		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																								
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified														
		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	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**
S, Example: DC, or J	IBM Corp. (stock)			X													X						Example	X											Example	
	(S) Keystone Fund				X														X	X				Example	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																			X												



00000622534

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
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BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

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

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

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

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

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

S, Example: DC, or J	IBM Corp. (stock)	(S) Keystone Fund	BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income							Actual Amount Required if "Other" Specified																	
			None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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									X						Example	X												Example		
						X										X	X			Example	X											Example			
S	ITT Educational Services, Inc.																																		
	Common Stock				X																	X													
S	Career Education Corporation																																		
	Common Stock				X																	X													
S	Avid Technology, Inc.																																		
	Common Stock				X																	X													
S	Electronics for Imaging, Inc.																																		
	Common Stock	X														X						X													
S	Moneygram International, Inc.																																		
	Common Stock				X																	X													



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic GP III, L.L.C. (continuation))	Page Number 34
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BLOCK A Identify of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																					
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
S, Example: DC, or J	IBM Corp. (stock) (S) Keystone Fund	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	
						X										X							Example	X									
					X											X	X					Example	X										Example
S	eResearch Technology, Inc.																																
	Common Stock	X															X					X											

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic Equity III, L.L.C.)	Page Number 35
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X										Example	
	(S) Keystone Fund			X									X		X				Example	X										Example	
S	Blum Strategic Equity III, L.L.C. : (13.99% owned by Richard C. Blum)																														
	Blum Strategic Partners III, L.P. : (3.1% owned by Blum Strategic Equity III, L.L.C.)																														
S	CBRE Group, Inc. Common Stock					X														X											

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Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.										BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified									
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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**
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example
	(S) Keystone Fund				X									X	X				Example	X											Example
S	ITT Educational Services, Inc.																														
	Common Stock				X																X										
S	Career Education Corporation																														
	Common Stock				X																X										
S	Avid Technology, Inc.																														
	Common Stock				X																X										
S	Electronics for Imaging, Inc.																														
	Common Stock	X												X							X										
S	Moneygram International, Inc.																														
	Common Stock		X																		X										



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic Equity III, L.L.C. (continuation))	Page Number 37
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X										Example	
	(S) Keystone Fund				X									X	X				Example	X										Example	
S	eResearch Technology, Inc.																														
	Common Stock	X													X					Example	X										
S																															
S																															
S																															
S																															

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Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		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																				
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X									X							Example	X											Example
	(S) Keystone Fund				X										X	X				Example	X											Example
S	Blum Strategic GP IV, L.L.C. :																															
	(21.97% owned by Richard C. Blum)																															
	Blum Strategic Partners IV, L.P. :																															
	(1.0% owned by Blum Strategic GP IV, L.L.C.)																															
S	CBRE Group, Inc.																															
	Common Stock					X																X										
S	ITT Educational Services, Inc.				X																	X										
	Common Stock				X																	X										

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic GP IV, L.L.C. (continuation))	Page Number 39
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X										Example	
	(S) Keystone Fund				X									X		X			Example	X										Example	
S	SBA Communications Corporation																														
	Common Stock	X													X													X			
S	Career Education Corporation																														
	Common Stock				X																	X									
S	SEI Investments Company																														
	Common Stock					X						X												X							
S	Collective Brands, Inc.																														
	Common Stock	X																				X									
S	Avid Technology, Inc.																														
	Common Stock		X																			X									



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Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic GP IV, L.L.C. (continuation))												Page Number 40																	
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.										BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
												Type of Income				Amount of Income			Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example
	(S) Keystone Fund				X									X	X				Example	X											Example
S	Moneygram International, Inc.																														
	Common Stock			X											X						X										
S	CareFusion Corporation																														
	Common Stock	X												X										X							
S	AIMIA, Inc. (formerly Groupe Aeroplan Inc.)																														
	Common Stock	X											X		X									X							
S	JDA Software Group, Inc.																														
	Common Stock	X													X									X							
S	Electronics for Imaging, Inc.																														
	Common Stock	X																					X								



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic GP IV, L.L.C. (continuation))	Page Number 41
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																				
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust		Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X										Example
	(S) Keystone Fund			X										X	X				Example	X										Example
S	eResearch Technology, Inc.														X															
	Common Stock	X													X					X										
S	Interxion Holding NV														X															
	Common Stock	X													X					X										



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic Equity IV, L.L.C.)	Page Number 42
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																							
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																							
		Type of Income								Amount of Income																							
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	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	IBM Corp. (stock)			X								X						Example		X												Example	
	(S) Keystone Fund			X									X		X			Example		X											Example		
S	Blum Strategic Equity IV, L.L.C. :																																
	(9.38% owned by Richard C. Blum)																																
	Blum Strategic Partners IV, L.P. :																																
	(4.06% owned by Blum Strategic Equity IV, L.L.C.)																																
S	CBRE Group, Inc.																																
	Common Stock						X														X												
S	ITT Educational Services, Inc.																																
	Common Stock				X																X												

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic Equity IV, L.L.C. (continuation))	Page Number 43
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																						
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund				X									X	X				Example	X										Example		
S	SBA Communications Corporation														X																	
	Common Stock	X																										X				
S	Career Education Corporation																															
	Common Stock			X																		X										
S	SEI Investments Company																															
	Common Stock			X								X													X							
S	Collective Brands, Inc.																															
	Common Stock	X																				X										
S	Avid Technology, Inc.																															
	Common Stock			X																		X										



00000622545

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic Equity IV, L.L.C. (continuation))															Page Number 44											
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																		
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified								
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	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
S, Example: DC, or J	IBM Corp. (stock)			X					X						Example	X												Example
	(S) Keystone Fund				X						X	X			Example	X												Example
S	Moneygram International, Inc.																											
	Common Stock			X												X												
S	CareFusion Corporation																											
	Common Stock	X									X										X							
S	AIMIA, Inc. (formerly Groupe Aeroplan Inc.)																											
	Common Stock	X							X		X										X							
S	JDA Software Group, Inc.																											
	Common Stock	X									X											X						
S	Electronics for Imaging, Inc.																											
	Common Stock	X																	X									



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic Equity IV, L.L.C. (continuation))	Page Number 45
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																						
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund				X									X	X				Example	X										Example		
S	eResearch Technology, Inc.																															
	Common Stock			X											X						X											
S	Interxion Holding NV																															
	Common Stock	X													X						X											



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Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Strategic Holdings, L.P.)											Page Number 45 A																			
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.									BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
											Type of Income						Amount of Income															
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund				X									X		X			Example	X											Example	
S	Blum Strategic Holdings, L.P. :																															
	(67.8% owned by Richard C. Blum)																															
	(.1% owned by Blum Capital Partners, L.P.)																															
S	CBRE Group, Inc.																															
	Common Stock							X													X											

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Family Partners, L.P.)	Page Number 46
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																								
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																								
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified														
		S, Example: DC, or J	IBM Corp. (stock)	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains		Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)				X									X							Example	X										Example		
	(S) Keystone Fund				X										X		X				Example	X										Example		
S	Blum Family Partners, L.P.:																																	
	(90.3% owned by Richard C. Blum)																																	
S	eResearch Technology, Inc.																																	
	Common Stock	X															X					X												
S	Realty Finance Corporation																																	
	Real Estate Investment Trust				X																	X												
S	CBRE Group, Inc.																																	
	Common Stock				X																	X												

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Family Partners, L.P. (continuation))	Page Number 46 A
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example
	(S) Keystone Fund			X										X	X				Example	X											Example
S	ITT Educational Services, Inc.																														
	Common Stock		X																		X										
S	Avid Technology, Inc.				X																X										
	Common Stock				X																X										
S	Career Education Corporation				X																X										
	Common Stock				X																X										
S	Moneygram International, Inc.		X																		X										
	Common Stock		X																		X										

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Blum Family Partners, L.P. (continuation))	Page Number 46 B
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
		Type of Income								Amount of Income																					
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X										Example	
	(S) Keystone Fund				X									X		X			Example	X										Example	
S	Electronics for Imaging, Inc.																														
	Common Stock		X																			X									
S	PRGX Global, Inc.																														
	Common Stock		X																			X									

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Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
47

BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		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																				
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	IBM Corp. (stock)			X									X							Example	X										Example	
	(S) Keystone Fund				X										X	X				Example	X										Example	
S	CBRE Group, Inc.																															
	Common Stock and Unvested Options					X																X										
S	Amyris, Inc.																															
	Common Stock								X													X										
S	Avid Technology, Inc.																															
	Common Stock		X																			X										
S	Career Education Corporation																															
	Common Stock	X																				X										

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Reporting Individual's Name DIANNE FEINSTEIN		PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse Richard C. Blum (continuation))											Page Number 48																			
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																						
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
		Type of Income								Amount of Income																						
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X											Example	
	(S) Keystone Fund			X										X	X				Example	X											Example	
S	Collective Brands, Inc.																															
	Common Stock	X													X									X								
S	eResearch Technology, Inc.																															
	Common Stock	X													X						X											



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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.)											Page Number 49																				
BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, (See p.3, CONTENTS OF REPORTS Part B of Instructions) for production of income or investment which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																							
										Type of Income						Amount of Income					Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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, Example: DC, or J	IBM Corp. (stock)			X								X							Example	X												Example	
	(S) Keystone Fund				X									X		X			Example	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	PRGX Global, Inc.																																
	Common Stock	X													X						X												
S	eResearch Technology, Inc.																																
	Common Stock	X													X						X												



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by spouse through Richard C. Blum & Associates, Inc. (continuation))	Page Number 50
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BLOCK A Identity of Publicly Traded Assets And Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	IBM Corp. (stock)			X								X						Example	X												Example
	(S) Keystone Fund			X									X		X			Example	X											Example	
S	Electronics for Imaging, Inc.																														
	Common Stock	X													X					X											

00000622555

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein)	Page Number 51
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																							
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								Type of Income					Amount of Income																		
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$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
	Example: S, DC, or J	JP Computer, Wash DC			x									x						Example	x												Example
	Undeveloped land, Dubuque, Iowa				x														Example	x											Example		
M	Bertram Feinstein Trust (Dianne Feinstein is primary beneficiary)								X												X												
M	Bank of America Deposit Account San Francisco, CA			X										X							X												
M	First Republic Bank Deposit Account San Francisco, CA	X												X							X												

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

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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein (continuation))	Page Number 52
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets	BLOCK C Type and Amount of Income																			
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.	At the close of reporting period. If None, or less than \$1,001, Check the first column.	If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
		Type of Income						Amount of Income													
		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
Example: S, JP Computer, Wash DC DC, Undeveloped land, Dubuque, Iowa or J									Example												Example
									Example	X											Example
M	Richard C. Blum Marital Trust of 1994																				
	(Dianne Feinstein is primary beneficiary)																				
	Wellington Mid Cap Growth Fund	X																			
	Frontier Capital Appreciation	X																			
	Indexed Universal Life Policy																				
	John Hancock – (Cash Value)																				

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.

00000622557

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein (continuation))	Page Number 53
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets									BLOCK C Type and Amount of Income																						
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.	At the close of reporting period. If None, or less than \$1,001, Check the first column.									If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
	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					Actual Amount									
													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	Required if "Other" Specified
Example: S, JP Computer, Wash DC DC, Undeveloped land, Dubuque, Iowa or J			x										x							Example	x											Example
Janus Aspen Overseas	x																x				x											
Janus Aspen Balanced	x																x				x											
SP Prudential US Emerging Growth	x																x				x											
AST PIMCO Total Return	x																x				x											
Dreyfus Opportunistic Small Cap	x																x				x											
Franklin JHVIT Global	x																x				x											
Northern Cross International Equity	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.

00000622558

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																							
	At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																							
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
Example: S. DC, or J				x								x								Example	x											Example
				x																Example	x											Example
Jennison Portfolio Fund	x															x					x											
Prudential Value	x															x					x											
Prudential Diversified Bond	x															x					x											
Franklin JHVIT International Value (formerly JHT International Value)	x															x					x											
Hancock Short Term Gov't (formerly MFC Short Term Gov't)	x															x					x											
MFC Strategic Income	x															x					x											
Pacific Total Return	x															x					x											
SP International Value	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.

00000622559

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein (continuation))	Page Number 55
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income													
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.	At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.													
	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				
	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		
Example: S, JP Computer, Wash DC DC, Undeveloped land, Dubuque, Iowa or J			x																	Example		
				x																Example		
M	Richard C. Blum Marital Trust of 1996																					
	(Dianne Feinstein is primary beneficiary)																					
		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.



00000622560

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein (continuation))											Page Number 56																		
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J JP Computer, Wash DC				X								X							Example	X											Example
Undeveloped land, Dubuque, Iowa					X														Example	X											Example
Hancock Short Term Gov't (formerly MFC Short Term Gov't)		X													X					X											
MFC Strategic Income		X													X					X											
Pacific Total Return		X													X					X											
Northern Cross International Equity		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.

00000622561

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein & Richard Blum)												Page Number 57																					
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> 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 Dividends Rent Interest Capital Gains Excepted Investment Fund Excepted Trust Qualified Blind Trust Other (Specify Type)						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 Over \$100,000 Over \$1,000,000*** Over \$5,000,000						Actual Amount Required if "Other" Specified													
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount	Required if "Other" Specified	
Example: S, DC, or J	JP Computer, Wash DC				X								X						Example	X												Example			
	Undeveloped land, Dubuque, Iowa					X													Example	X												Example			
J	Carlton Hotel Properties, L.P.																																		
	San Francisco, CA										X									Ordinary Income									X			1,823,504			
J	Bank of America																																		
	San Francisco, CA																																		
	Checking Account																					X													
J	Bank of America																																		
	San Francisco, CA																																		
	Checking Account			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.

00000622562

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Dianne Feinstein & Richard C. Blum (continuation))													Page Number 58																	
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income					Amount of Income					Actual Amount Required If "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	JP Computer, Wash DC			X									X						Example	X												Example
	Undeveloped land, Dubuque, Iowa				X														Example	X												Example
J	Princeville, Kauai - Hawaii																															
	Condominium							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.

00000622563

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners, L.P.)											Page Number 59																					
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets							BLOCK C Type and Amount of Income																									
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.							If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																									
									Type of Income			Amount of Income				Actual Amount Required if "Other" Specified																		
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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 Example: DC, or J	JP Computer, Wash DC				X									X							Example	X											Example	
	Undeveloped land, Dubuque, Iowa					X															Example	X											Example	
S	Blum Capital Partners, L.P.																																	
	San Francisco, CA																																	
	(See pages 6 - 7 for publicly traded assets)																																	
S	BK Capital Partners IV, L.P.																																	
	San Francisco, CA																																	
	(See pages 8 - 10 for publicly traded assets)																																	

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



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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. (continuation))	Page Number 60
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income										
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.										
		Type of Income										Amount of Income										
		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	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000
Example: S, DC, or J	JP Computer, Wash DC																					Example
	Undeveloped land, Dubuque, Iowa																					Example
S	Stinson Capital Partners, L.P.																					
	San Francisco, CA																					
	(See pages 11 - 14 for publicly traded assets)																					
S	Stinson Capital Partners (QP), L.P.																					
	San Francisco, CA																					
	(See pages 16 - 18 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.

00000622565

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))														Page Number 61																
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																						
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, DC, or J	Example: JP Computer, Wash DC Undeveloped land, Dubuque, Iowa			X								X							Example	X												Example
S	Blum Strategic GP, L.L.C. San Francisco, CA (See page 74 non-publicly traded assets)																															
S	Stinson Capital Partners L, L.P. San Francisco, CA (See pages 19 - 23 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.

00000622566

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))	Page Number 62
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
Example: S, DC, or J	JP Computer, Wash DC			x								x							Example	x											Example
	Undeveloped land, Dubuque, Iowa				x														Example	x										Example	
S	Blum Strategic Equity, L.L.C.																														
	San Francisco, CA																														
	(See page 75 for non-publicly traded assets)																														
S	Blum Strategic GP II, L.L.C.																														
	San Francisco, CA																														
	(See pages 28 - 29 for publicly traded assets)																														
	(See page 76 for non-publicly traded assets)																														

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.



00000622567

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))											Page Number 63																					
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets							BLOCK C Type and Amount of Income																									
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.							If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																									
		Type of Income							Amount of Income																									
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified	
Example: S, DC, or J	JP Computer, Wash DC				X								X								Example	X											Example	
	Undeveloped land, Dubuque, Iowa				X																Example	X											Example	
S	Blum Strategic Equity II, L.L.C.																																	
	San Francisco, CA																																	
	(See pages 30 - 31 for publicly traded assets)																																	
	(See page 77 for non-publicly traded assets)																																	
S	Blum Strategic Partners III, L.P.																																	
	San Francisco, CA																																	
	(See pages 32,34 for publicly traded assets)																																	
	(See pages 78-79 for non-publicly traded assets)																																	

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

00000622568

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))													Page Number 64								
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income													
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.													
		Type of Income								Amount of Income													
		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	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Actual Amount Required if "Other" Specified
Example: S, DC, or J	JP Computer, Wash DC																						Example
	Undeveloped land, Dubuque, Iowa																						Example
S	Cevlan Capital II, L.L.C.																						
	Channel Islands																						
	(See Blum Family Partners page 104)																						
S	Lind Family Partnership IV, L.L.C.																						
	San Francisco, CA	X																					
S	Lind Family Partnership V, 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.

00000622569

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))													Page Number 65																		
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.									BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
											Type of Income					Amount of Income					Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
Example: S, DC, or J	JP Computer, Wash DC			X								X							Example	X												Example	
	Undeveloped land, Dubuque, Iowa				X														Example	X												Example	
S	Blum Strategic Partners, L.P.																																
	San Francisco, CA																																
	(See pages 74 for non-publicly traded assets)																																
S	Blum Strategic Partners II, L.P.																																
	San Francisco, CA																																
	(See pages 28-29 for publicly traded assets)																																
	(See page 76 for non-publicly traded assets)																																

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

00000622570

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners, L.P. (continuation))											Page Number 66																				
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																							
										Type of Income					Amount of Income						Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
Example: DC, or J	S	JP Computer, Wash DC				X							X						Example	X												Example	
		Undeveloped land, Dubuque, Iowa				X													Example	X												Example	
S		Stinson Capital Partners C, L.P.																															
		San Francisco, CA																															
		(See pages 24-27 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.

00000622571

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES Assets owned by Spouse through Blum Capital Partners T, L.P.	Page Number 67
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																							
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																							
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified													
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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, Example: DC, or J	JP Computer, Wash DC Undeveloped land, Dubuque, Iowa			x								x							Example		x												Example
S	TPG Management V, L.P. Fort Worth, TX (owned through Blum Family Partners, L.P) (See page 102 for non-publicly traded assets)																																
S	TPG Asia Equity V, L.P. Fort Worth, TX (owned through Blum Family Partners, L.P) (See page 102 for non-publicly traded assets)																																

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



00000622572

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 68															
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets							BLOCK C Type and Amount of Income																							
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.							If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																							
									Type of Income					Amount of Income					Actual Amount Required if "Other" Specified													
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
Example: S, DC, or J	JP Computer, Wash DC			X								X							Example	X											Example	
	Undeveloped land, Dubuque, Iowa				X														Example	X											Example	
S	TPG Associates III, L.P.																															
	Fort Worth, TX				X							X		X	X										X							
S	TPG LAF Equity Partners, L.P.																															
	Fort Worth, TX				X																	X										
S	LatAm GP, L.P.																															
	Fort Worth, TX				X																	X										
S	Tarrant Venture Partners, L.P.																															
	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.

00000622573

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners T, L.P. (continuation))												Page Number 69															
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
										Type of Income						Amount of Income						Actual Amount Required if "Other" Specified							
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	None (or less than \$201)	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
S, DC, or J	JP Computer, Wash DC			X					X							Example	X												Example
	Undeveloped land, Dubuque, Iowa			X												Example	X											Example	
S	TPG Equity IV, L.P.																												
	Fort Worth, TX (see Blum Family Partners L.P. page 102)																												
S	RCBA LAF Equity Partners, L.L.C.																												
	San Francisco, CA					X					X	X					X												
S	Blum G.A. III Equity Partners, L.L.C.																												
	San Francisco, CA																												
	(See page 88 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.

00000622574

Reporting Individual's Name: **DIANNE FEINSTEIN** **PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES** (Assets owned by Spouse through Blum Capital Partners T, L.P. (continuation)) Page Number: **70**

BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets									BLOCK C Type and Amount of Income																						
		At the close of reporting period. If None, or less than \$1,001, Check the first column.									If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
											Type of Income						Amount of Income					Actual Amount Required if "Other" Specified											
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	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	Example: DC, or J	JP Computer, Wash DC			X									X							Example	X											Example
		Undeveloped land, Dubuque, Iowa				X															Example	X											Example
S		RCBA Newbridge LAF, L.L.C.																															
		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.



00000622575

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Capital Partners T, L.P. (continuation))	Page Number 71
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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.									BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
Example: S, DC, or J JP Computer, Wash DC			X									X							Example	X										Example
Undeveloped land, Dubuque, Iowa				X															Example	X										Example
S Blum G.A., L.L.C. San Francisco, CA	X																				X									
S Blum G.C., L.P. San Francisco, CA (See page 86 for non-publicly traded assets)																														

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



00000622576

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Richard C. Blum & Associates, Inc.)	Page Number 72
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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.	BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																																
		Type of Income							Amount of Income																									
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified	
S, DC, or J Example: JP Computer, Wash DC or Undeveloped land, Dubuque, Iowa				X									X							Example	X												Example	
S Richard C. Blum & Associates, Inc. San Francisco, CA																					Example													
S BBA Foresight II, L.L.C. San Francisco, CA		X																			Example	X												
S FWHY-88 Investors, L.P. Fort Worth, TX			X											X	X	X					Example	X												
S Blum GA IV, L.P. San Francisco, CA			X											X	X	X					Example			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.



00000622577

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Richard C. Blum & Associates, Inc. (continuation))	Page Number 73
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
S, DC, or J	Example:																														
				x								x							Example	x										Example	
				x															Example	x										Example	
S	Blum Capital Partners, L.P.																														
	San Francisco, CA						x					x		x	x													x			
S	Blum Capital Partners T, L.P.																														
	San Francisco, CA					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.



00000622578

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic GP, L.L.C.)	Page Number 74
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets									BLOCK C Type and Amount of Income																				
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.									If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
		None (or less than \$1,001)									Amount of Income									Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
S, DC, or J	Example: JP Computer, Wash DC or Undeveloped land, Dubuque, Iowa			X								X						Example		X											Example
S	Blum Strategic GP, L.L.C.																														
	San Francisco, CA																														
	(32.24% owned by Richard Blum)																														
	(Blum Strategic GP L.L.C. owns 1.0% of Blum Strategic Partners, L.P.)																														
	(.0014% owned by Blum Capital Partners, L.P.)																														
S	Thayer - Blum Funding III, L.L.C.																														
	Washington, D.C.	X																			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.



00000622579

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic Equity, L.L.C.)	Page Number 75
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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.								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				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
Example: DC, or J	JP Computer, Wash DC Undeveloped land, Dubuque, Iowa			X									X													Example	
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.



00000622580

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic GP II, L.L.C.)	Page Number 76
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
Example: S, DC, or J	JP Computer, Wash DC			x								x							Example	x											Example
	Undeveloped land, Dubuque, Iowa				x														Example	x										Example	
S	Blum Strategic GP II, L.L.C. San Francisco, CA																														
	(27.07% owned by Richard C. Blum)																														
	(.005% of Blum Strategic Partners II, L.P. owned by Blum Capital Partners, L.P.)																														
	(Blum Strategic GP II, L.L.C. owns 1.89% of Blum Strategic Partners, II, L.P.)																														
	(Blum Strategic GP II, L.L.C. owns 1.0% of Blum Strategic Partners II GmbH & Co.)																														
S	Current Media, L.L.C.																														
	San Francisco, CA				x																x										
S	BCP AIV, Inc.																														
	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.



00000622581

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic Equity II, L.L.C.)	Page Number 77
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																			
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of INSTRUCTIONS) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
		Type of Income										Amount of Income																			
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
Example: S, DC, or J	JP Computer, Wash DC			X								X							Example	X										Example	
	Undeveloped land, Dubuque, Iowa			X															Example	X										Example	
S	Blum Strategic Equity II, L.L.C.																														
	San Francisco, CA																														
	(8.85% owned by Richard C. Blum)																														
	(Blum Strategic Equity II, L.L.C. owns 1.77% of Blum Strategic Partners, II, L.P.)																														
S	Current Media, L.L.C.																														
	San Francisco, CA			X																	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.

00000622582

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic GP III, L.L.C.)	Page Number 78
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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.										BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
	Type of Income										Amount of Income										Actual Amount Required if "Other" Specified											
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
Example: S, DC, or J JP Computer, Wash DC Undeveloped land, Dubuque, Iowa				x								x								Example	x										Example	
S Blum Strategic GP III, L.L.C. San Francisco, CA (22.86% owned by Richard C. Blum) Blum Strategic Partners III, L.P. (1% owned by Blum Strategic GP III, L.L.C.) (.003% owned by Blum Capital Partners, L.P.)																																

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.

00000622583

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic GP III, L.L.C. (continuation))	Page Number 79
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																			
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
		None (or less than \$1,001)										None (or less than \$201)																			
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
Example: S, DC, or J	JP Computer, Wash DC			X								X						Example	X												Example
	Undeveloped land, Dubuque, Iowa			X														Example	X											Example	
S	Colony HR Co – Investment Partners III, L.P.																														
	Los Angeles, CA			X																	X										
S	TPG Midwest Co-Investors, L.L.C.		X											X	X					X											
	Fort Worth, TX																														

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.



00000622584

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
80

BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																					
		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
		None, (or less than \$1,001)					Over \$1,000,000***					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	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified	
S, DC, or J	Example: JP Computer, Wash DC			X									X							Example	X											Example	
	Example: Undeveloped land, Dubuque, Iowa				X															Example	X											Example	
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.



00000622585

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 81																	
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name; address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income						Amount of Income							Actual Amount Required if "Other" Specified									
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
Example: S, DC, or J	JP Computer, Wash DC			X								X							Example	X												Example
	Undeveloped land, Dubuque, Iowa				X														Example	X												Example
S	Colony HR Co – Investment Partners III, L.P.																															
	Los Angeles, CA			X																X												
S	TPG Midwest Co. Investments, L.L.C.																															
	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.



00000622586

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic GP IV, L.L.C.)												Page Number 82																		
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income			Amount of Income				Actual Amount Required if "Other" Specified															
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, Example: DC, or J	JP Computer, Wash DC			X									X						Example		X											Example
	Undeveloped land, Dubuque, Iowa				X														Example		X										Example	
S	Blum Strategic GP IV, L.L.C.																															
	San Francisco, CA																															
	(21.97% owned by Richard C. Blum)																															
	Blum Strategic Partners IV, L.P.																															
	(1% owned by Blum Strategic GP IV, L.L.C.)																															
S	Payless Holdings LLC																															
	Preferred Stock					X															X											

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

00000622587

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
83

BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																					
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	
S	Example: JP Computer, Wash DC				X									X							Example	X											Example
J	or Undeveloped land, Dubuque, Iowa					X																Example	X										Example
S	Veracity Payment Solutions, Inc.																																
	Preferred Stock	X															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.



00000622588

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic Equity IV, L.L.C.)											Page Number 84																						
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																									
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																									
										Type of Income			Amount of Income				Actual Amount Required if "Other" Specified																		
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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	Example: DC, or J				X									X							Example	X												Example	
	JP Computer, Wash DC				X									X							Example	X												Example	
	Undeveloped land, Dubuque, Iowa					X															Example	X												Example	
S	Blum Strategic Equity IV, L.L.C.																																		
	San Francisco, CA																																		
	(9.38% owned by Richard C. Blum)																																		
	Blum Strategic Partners IV, L.P.																																		
	(4.06% owned by Blum Strategic GP IV, L.L.C.)																																		
S	Payless Holdings LLC																																		
	Preferred Stock					X																X													

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

00000622589

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Strategic Equity IV, L.L.C. (continuation))	Page Number 85
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																								
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																								
		Type of Income										Amount of Income																								
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified			
Example: S, DC, or J	JP Computer, Wash DC											X											Example	X											Example	
	Undeveloped land, Dubuque, Iowa													X										Example	X										Example	
S	Veracity Payment Solutions, Inc.																																			
	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.



00000622590

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum G.C., L.P.)	Page Number 86
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																				
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.	At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
											Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, DC, or J											Example						Example						Example								
											Example						Example						Example								
S											X																				
S																															
S																															
S																															
S																															
S																															
S																															

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.



00000622591

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum GA III, L.L.C.)	Page Number 87
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
Example: S, DC, or J	JP Computer, Wash DC			X								X						Example			X										
	Undeveloped land, Dubuque, Iowa				X													Example		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						X										
S	Newbridge Advisors III, Inc.																														
	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.



00000622592

Reporting Individual's Name		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum GA III Equity, L.L.C.)														Page Number															
DIANNE FEINSTEIN																88															
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income				Amount of Income				Actual Amount Required if "Other" Specified													
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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**
S, DC, or J	JP Computer, Wash DC			X									X						Example	X											Example
	Undeveloped land, Dubuque, Iowa				X														Example	X											Example
S	Blum GA III Equity Partners, L.L.C.																														
	San Francisco, CA																														
	(99% owned by Blum Capital Partners T, L.P.)																														
	(1% owned by Blum Investment Partners, Inc.)																														
S	Newbridge Asia Equity III, L.P.																														
	Fort Worth, TX		X												X						X										

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

00000622593

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Investment Partners, Inc.)	Page Number 89
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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***
S, DC, or J	Example: JP Computer, Wash DC			X								X							Example	X											Example
	Undeveloped land, Dubuque, Iowa				X														Example	X										Example	
S	Blum Investment Partners, Inc.																														
	San Francisco, CA																														
	(100% owned by Richard C. Blum)																														
S	BCP Investment, L.P.																														
	San Francisco, CA		X																		X										
S	Blum G.C., L.P.																														
	San Francisco, CA																														
	(See page 86 for non-publicly traded assets)																														

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



00000622594

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Investment Partners, Inc. (continuation))											Page Number 90																			
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income			Amount of Income				Actual Amount Required if "Other" Specified															
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
S, DC, or J	Example: JP Computer, Wash DC			X									X						Example	X												Example
	Undeveloped land, Dubuque, Iowa				X														Example	X											Example	
S	Blum G.A. III Equity Partners, L.L.C.																															
	San Francisco, CA																															
	(See page 88 for non-publicly traded assets)																															
S	Blum G.A. III, L.L.C.																															
	San Francisco, CA																															
	(See pages 87 for non-publicly traded assets)																															

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.

00000622595

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
91

BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																					
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.										if "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	
Example: S, DC, or J	JP Computer, Wash DC or Undeveloped land, Dubuque, Iowa				X									X							Example	X											Example
S	Rattlesnake Funding, L.L.C. San Francisco, CA (1.0% owned through Blum Investment Partners, Inc.)		X																			X											
S	Blum Holdings Spokane, L.P. San Francisco, CA (1.0% owned through Blum Investment Partners, Inc.)		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.



00000622596

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Investment Partners, Inc. (continuation))	Page Number 92
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																											
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.	At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																											
	None (or less than \$1,001)										None (or less than \$201)																											
	None	\$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	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified						
Example: S, DC, or J	JP Computer, Wash DC										Example	Undeveloped land, Dubuque, Iowa										Example											Example					
S	Blum G.A. IV, L.P.																																					
	San Francisco, CA										X										Ordinary Income														\$1,167			
S	BCP Investment A, LP																																					
	San Francisco, CA											X											X															
S	Lucky Bluff, L.L.C.																																					
	San Francisco, CA										X												X															
S	Richard C. Blum Family Partnership																																					
	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.

00000622597

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES Assets owned by Spouse through Blum Investment Partners II, Inc.	Page Number 93
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																									
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.	At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																									
	None (or less than \$1,001)										Type of Income																									
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified				
Example: DC, or J	JP Computer, Wash DC										Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example			
Undeveloped land, Dubuque, Iowa										Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	Example	
S	Blum Family Partners, L.P.																																			
	San Francisco, CA																																			
	(See pages 94-104 for non-publicly traded assets)																																			
S	Lucky Bluff, LLC																																			
	San Francisco, CA																																			
S	Blum Asia GP, LLC																																			
	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.



00000622598

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P.)	Page Number 94
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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 <u>non-public</u> trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.	BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.									BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
	Type of Income										Amount of Income																				
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000
S, DC, or J Example: JP Computer, Wash DC or Undeveloped land, Dubuque, Iowa			x									x							Example	x										Example	
S Blum Family Partners, L.P.: San Francisco, CA																															
S AEW 2000 L.P. San Francisco, CA		X																			X										
S BBA Foresight, L.L.C. Tucson, AZ							X														X										
S BBA Foresight II, L.L.C. 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.



00000622599

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (continuation))													Page Number 95																	
BLOCK A Identify of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																						
										Type of Income						Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
Example: S DC, or J	JP Computer, Wash DC			X								X							Example	X											Example	
	Undeveloped land, Dubuque, Iowa				X														Example	X											Example	
S	CB Richard Ellis Partners U.S. IV, L.L.C.					X																										
	Los Angeles, CA																				X											
S	Central Station Land, L.L.C.																															
	Emeryville, CA		X																		X											
S	BCP Investments, L.P.																															
	San Francisco, CA							X													X											

00000622600

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 96														
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
										Type of Income				Amount of Income			Actual Amount Required if "Other" Specified												
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	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
Example: S, DC, or J	JP Computer, Wash DC			X					X						Example	X													Example
	Undeveloped land, Dubuque, Iowa				X										Example	X													Example
S	Bill Press Partners, L.L.C.																												
	Washington, D.C.			X											Ordinary Income	X													\$7,561
S	Blum G.A. IV, L.P.								X						Ordinary Income									X					
	San Francisco, CA							X	X	X																			
S	Blum Holdings Spokane, L.P.																												
	San Francisco, CA							X		X							X												
S	ChrysCapital II, L.L.C.																												
	Port Luis, Maurifius	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.



00000622601

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (continuation))	Page Number 97
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets									BLOCK C Type and Amount of Income																				
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.									If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																				
		None (or less than \$1,001)									Amount of Income									Actual Amount Required if "Other" Specified											
		None	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust			Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000
S, DC, or J	JP Computer, Wash DC			x								x							Example	x											Example
	Undeveloped land, Dubuque, Iowa			x															Example	x										Example	
S	Coral Growth Investments, Ltd.																														
	St. Peter Port, Guernsey							x													x										
S	Francisco Partners, L.P.																														
	San Francisco, CA				x							x			x											x					
S	Greycroft Partners, L.P.																														
	New York, NY						x							x	x													x			
S	Colony American Homes Holdings																														
	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.



00000622602

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (continuation))	Page Number 98
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources <small>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.</small>	BLOCK B Valuation of Assets <small>At the close of reporting period. If None, or less than \$1,001, Check the first column.</small>									BLOCK C Type and Amount of Income <small>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.</small>																					
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
<small>Example:</small> S, DC, or J JP Computer, Wash DC Undeveloped land, Dubuque, Iowa			x									x							Example	x											Example
S Current Media, LLC San Francisco, CA							x													x											
S Safanad Grosvenor Square Limited London, England	x													x											x						
S Lucky Bluff, L.L.C. 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.



00000622603

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
99

BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																					
		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
												Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
Example: S, DC, or J	JP Computer, Wash DC			X									X								Example	X										Example	
	Undeveloped land, Dubuque, Iowa				X																Example	X										Example	
S	OZ Fitness Holdings Corp.							X							X												X						
	Spokane, WA																																
S	BMGH								X													X											
	Sacramento, CA																																
S	Greysoft Partners Annex Fund, LP																					X											
	New York, NY			X																													

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

00000622604

Reporting individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (continuation))													Page Number 100																		
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.										BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
												Type of Income					Amount of Income					Actual Amount Required if "Other" Specified											
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
Example: DC, J or	JP Computer, Wash DC			X								X							Example	X												Example	
	Undeveloped land, Dubuque, Iowa				X														Example	X												Example	
S	Tensile Capital Management, LLC																																
	San Francisco, CA								X												X												
S	Filmyard Holdings, LLC																																
	Santa Monica, CA								X												X												
S	RST, Inc.																																
	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.

00000622605

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (continuation))												Page Number 101																																	
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																																					
										Type of Income						Amount of Income																															
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified														
Example: S _i DC, or J	JP Computer, Wash DC																	X									Example	X																	Example		
	Undeveloped land, Dubuque, Iowa																					X						Example	X														Example				
S	The Strategic Recovery Fund II, L.P.																																														
	London, UK																																														
S	Second City Capital Partners I, L.P.																																														
	Vancouver, B.C.																					X																									
S	Thayer Hotel Investments III, L.L.C.																																														
	Annapolis, MD																	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.



00000622606

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (continuation))													Page Number 102																			
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																								
										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified														
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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	
Example: S, DC, or J	JP Computer, Wash DC													X						Example	X												Example	
	Undeveloped land, Dubuque, Iowa																			Example	X												Example	
S	Faber Street Associates, L.L.C.																																	
	Union City, CA													X							X													
S	Blum Capital Partners, L.P.																																	
	San Francisco, CA																																	
	(See pages 6-7 for publicly traded assets)																																	
S	Blum Capital Partners T, L.P.																																	
	San Francisco, CA																																	
	(See pages 67-71 for non-publicly traded assets)													X			X												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.

00000622607

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (continuation))														Page Number 103															
B LOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (1) had a value exceeding \$1,000 at the close of the reporting period; and/or (2) generated over \$200 in "unearned" income during the reporting period. Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.		BLOCK B Valuation of Assets At the close of reporting period. If None, or less than \$1,001, Check the first column.								BLOCK C Type and Amount of Income If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income							Amount of Income														
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000**	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: JP Computer, Wash DC DC, or Undeveloped land, Dubuque, Iowa J					X							X							Example	X											Example
S Bank of America																															
San Francisco, CA		X																			X										
S BDK Holdings, LLC																															
Miami, FL			X																		X										
S BTIG, L.L.C.																															
Brokerage Account - Cash																															
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.



00000622608

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (continuation))	Page Number 104
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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.										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***										Type of Income					Amount of Income					Actual Amount Required if "Other" Specified										
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	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
Example: S, JP Computer, Wash DC DC, or Undeveloped land, Dubuque, Iowa J			x									x							Example	x										Example	
S Cevian Capital II, L.L.C. Channel Islands						x						x		x	x										x						
S TPG Chinos Co-Invest, L.P. Fort Worth, TX							x														x										
S Carlton Hotel Properties San Francisco, CA (See page 57 for non-publicly traded assets)																															

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



00000622609

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse)	Page Number 105
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																			
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.	At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																			
											Type of Income					Amount of Income														
											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
Example: S, DC, or J JP Computer, Wash DC or Undeveloped land, Dubuque, Iowa																	Example													Example
S Peachtree Cable Holdings, Ltd. Fort Worth, TX (.001% owned by Richard C. Blum)																														
S Peachtree Cable Associates, Ltd. Fort Worth, TX (.001% owned by Richard C. Blum)																														
S Blum Strategic Holdings, LP San Francisco, CA (see page 45A 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.

00000622611

Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse (continuation))	Page Number 107
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources	BLOCK B Valuation of Assets									BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.	At the close of reporting period. If None, or less than \$1,001, Check the first column.									If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
	Type of Income									Amount of Income																					
	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000
S, Example: OC, or J JP Computer, Wash DC Undeveloped land, Dubuque, Iowa			X									X							Example	X										Example	
S Lake Merced - San Francisco, CA Condominium					X								X						Example					X						Example	
S LAF Management, Inc. Fort Worth, TX	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.



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Reporting Individual's Name DIANNE FEINSTEIN	PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse (continuation))	Page Number 108
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BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a 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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
		None (or less than \$1,001)								None (or less than \$201)								Type of Income		Amount of Income						Actual Amount Required if "Other" Specified					
		None	\$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	Over \$1,000,000***
Example: DC, or J	S, JP Computer, Wash DC			x								x							Example	x											Example
	Undeveloped land, Dubuque, Iowa			x															Example	x										Example	
S	Escrow Partners, L.P.																														
	Laguna Niguel, CA	x													x										x						
S	Bank of America, Inc.																														
	Deposit & Checking Account																														
	San Francisco, CA						x							x								x									

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



00000622613

Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse (continuation))																Page Number 109													
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets								BLOCK C Type and Amount of Income																					
Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> trade or business which: (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.		At the close of reporting period. If None, or less than \$1,001, Check the first column.								If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
										Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000
S, Example: DC, or J	JP Computer, Wash DC			X								X							Example	X										Example	
	Undeveloped land, Dubuque, Iowa			X															Example	X										Example	
S	Bank of America																														
	Deposit Account																														
	San Francisco, CA	X																			X										
S	First Republic Bank																														
	Deposit Account																														
	San Francisco, CA					X								X									X								

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



00000622614

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number
110

BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources		BLOCK B Valuation of Assets										BLOCK C Type and Amount of Income																					
		At the close of reporting period. If None, or less than \$1,001, Check the first column.										If "None (or less than \$201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.																					
												Type of Income					Amount of Income																
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other Ordinary Income	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000	Actual Amount Required if "Other" Specified
Example: DC, or J	S JP Computer, Wash DC			X									X							Example	X											Example	
	Undeveloped land, Dubuque, Iowa				X																Example	X										Example	
S	ASTAR USA, L.L.C.																																
	Miami, FL							X													Ordinary Income								X				
S	NeoSpire, Inc.															X										X							
	Dallas, TX	X																															
S	RCBA LAF Advisors. L.L.C.																																
	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.



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Reporting Individual's Name DIANNE FEINSTEIN		PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse (continuation))															Page Number 111																
BLOCK A Identity of Non-Publicly Traded Assets and Unearned Income Sources Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a <u>non-public</u> 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 Dividends Rent Interest Capital Gains Excepted Investment Fund Excepted Trust Qualified Blind Trust Other Ordinary 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 \$5,000,001 - \$25,000,000 \$25,000,001 - \$50,000,000 Over \$50,000,000								Actual Amount Required if "Other" Specified								
		None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	\$500,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other Ordinary Income	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500		\$2,501 - \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	\$50,001 - \$100,000	\$100,001 - \$1,000,000	Over \$1,000,000***	\$1,000,001 - \$5,000,000	Over \$5,000,000
Example: DC, or J	S, JP Computer, Wash DC				X								X							Example	X												Example
	Undeveloped land, Dubuque, Iowa				X															Example	X											Example	
S	BTIG, L.L.C.																																
	Brokerage Account - Cash																																
	San Francisco, CA					X																X											
S	Tahoe Tavern - Tahoe City																																
	Condominium					X								X												X							
S	JP Morgan																																
	New York, NY								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	PART VII. LIABILITIES (Liabilities of Dianne Feinstein & Richard C. Blum)	Page Number 113
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<p>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.</p>							Category of Amount of Value (x)										
				Date Incurred	Interest Rate	Term if Applicable	\$10,001 - \$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
Name of Creditor	Address	Type of Liability															
Example: S, DC, or J	First District Bank (J) John Jones	Wash., DC Wash., DC	Mortgage on undeveloped land Promissory Note	1997 1999	13% 10%	25yrs On dmd			X		E	X	A	M	P	L	E
J	Bank of America	San Francisco, CA	Mortgage - Single Family (No Points)	2010	3.87	30 yr								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 VII. LIABILITIES (Liabilities of Spouse)	Page Number 114
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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.

Name of Creditor	Address	Type of Liability	Date Incurred	Interest Rate	Term if Applicable	Category of Amount of Value (x)											
						\$10,001 - \$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	
Example: S, DC, or J	First District Bank	Wash., DC	Mortgage on undeveloped land	1991	13%	25yrs			X		E	X	A	M	P	L	E
	(J) John Jones	Wash., DC	Promissory Note	1999	10%	On dmd				X	E	X	A	M	P	L	E
S	Bank of America	San Francisco, CA	Term Loan – Blum Capital Partners, L.P.	2007	3.75	7 yrs							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.



United States Senate

WASHINGTON, DC 20510-0504

<http://feinstein.senate.gov>

May 15, 2013

RECEIVED
13 MAY 15 PM 2:47

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

Dear Secretary of the Senate:

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

Period Covered

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

Items Covered

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

Ownership Designation

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

00000622621

Secretary of the Senate

May 15, 2013

Page 5

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

Managing Partner: Bill Hallman
Address: 201 Main Street, Suite 3100
Fort Worth, TX 76102

Business Description: The partnerships, through tiered partnership structures, owned and operated cable television services in Atlanta, Georgia, and in other parts of the United States. This entity was liquidated in 2012.

TPG Associates III, L.P.
(page 68)

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

Business Description: The partnership was formed to invest in various business ventures which may provide significant opportunities for capital appreciation. The partnership investments include, , Quintiles Transactional Corporation, Iasis Healthcare Corp, SunGard Data Systems, Inc. The Neiman Marcus Group, Inc. and LifeSync Corporation.

TPG Equity IV, L.P.
(page 69)

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

Business Description: The partnership was formed to invest in various business ventures which may provide significant opportunities for capital appreciation. The partnership investments include several private and public investments including Graphic Packaging, Arden Holdings LTD (formerly Ariel Holdings, LTD), Freescale Semiconductor, Inc., TDFUnivision Communications, Inc., Sabre Holdings, Biomet, Inc., Petco Animal Supplies, Inc., Grohe AG, Iasis Healthcare, LLC, Isola AG, Vita (formerly British Vita), , LPL Holding, Inc., , SunGard Data Systems, Inc., The Neiman Marcus Group, Inc, Energy Future Holdings, Inc and Telefusion de France International SA.

Intergraph Corporation , Fenwal Blood Technologies and Taishin Financial Holding Co, Ltd. were sold during the year.

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

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

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

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

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

FWHY-88 Investors, L.P. (page 72)

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

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

00000622622

TPG LAF Equity Partners, L.P.
(page 68)

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

Business Description: TPG LAF Equity, L.P. is a limited partner of LatAm G.P., L.P.

LatAm G.P., L.P.
(page 68)

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

Business Description: Latam G.P., L.P. is the general partner of Newbridge Latin America, L.P. (NLA). NLA was formed to invest in business ventures throughout Latin America, which may provide significant opportunities for capital appreciation.

Tarrant Venture Partners, L.P.
(page 68)

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

Business Description: This partnership was formed to invest in various public and private debt or equity securities and venture investments.

TPG Management V, L.P.
(page 67)

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

Business Description: The partnership was formed to invest in various business ventures which may provide significant opportunities for capital appreciation. The partnership investments are in several private investments including Graphic Packaging., Freescale Semiconductor, Petco Animal Supplies, Inc., Sabre, Univision, Direct General, Surgical Care Affiliates, Biomet, Energy Future Holdings, Avaya, Norwegian Cruise Line, Quintiles Transnational Corporation, Aptalis Pharma Strauss Coffee BV, American Beacon, Armstrong World Industries, , IMS Health, Lenta, ST Residential, Graphic Packaging Holding Company, Telefusion de France Internation SA, Aptina Imaging, TPG CW, LP, American Tire Distributors Holdings, Inc.,

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Vertafore Holding Corp. Republic Airways (formerly Midwest Airlines), and Valerus Compression Services.

Fenwal Holdings, Inc was sold during 2012.

TPG Asia Equity V, L.P.
(page 67)

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

Business Description: The partnership was formed to invest in various business ventures which may provide significant opportunities for capital appreciation. The partnership investments are in several private investments including United Test and Assembly Center, NorthStar Equity Partners II Limited, Shriram City Union Finance, Unitrust Finance and Leasing Corp. and Daphne International Holdings Limited, Healthscope, CICC, Avon Japan, Delta Dunia, alinta, Vishal Megamart, Shriram Capital, Shriram Properties, Comtec Solar, PT BFI Finance Wumart Stores, Inc., Li Ning, Alinta Energy, HCP Packaging and Joint Corporation.

Faber Street, L.L.C.
(page 102)

Address: 909 Montgomery Street
San Francisco, CA 94133

Business Description: The limited liability company was formed to invest in rental real estate of a commercial building in Union City, CA.

The above investments are valued at Mr. Blum's or his firm's pro rata share of estimated fair value at December 31, 2012, (or the year-end valuation obtained on form K-1). Income from these investments is reported based on partnership distributions received.

Investment in RCBA Inc.

Mr. Blum's investment in RCBA Inc. is valued at his pro rata share of the business' equity as of December 31, 2012.

BCP L.P. is in some cases, entitled to receive performance fees based on income including realized and unrealized capital gains of investments under its management. These fees are generally recorded as of the date when the firm is entitled to bill its customers. The firm also is entitled to disproportionate allocation of income in the partnerships that it manages. As a limited partner of BCP L.P., Mr. Blum may be allocated a portion of such amounts, as reflected on Part III B.

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Investment income earned by Mr. Blum on his investment in RCBA Inc. has been reported based on dividends received.

Richard C. Blum Marital Trust of 1994

Dianne Feinstein is a beneficiary of the Richard C. Blum Marital Trust of 1994. The trust's assets are composed of universal life insurance policies on the life of Richard C. Blum. The insurance policy was restructured in 2012 to a universal life policy. The value of the trust is composed principally of the cash surrender value of the life insurance policies. No distributions have been made by the trust see pages 52 through 54.

The Richard C. Blum Marital Trust of 1996

Dianne Feinstein is a beneficiary of The Richard C. Blum Marital Trust of 1996. The trust's assets are composed of an insurance policy on the life of Richard C. Blum. The insurance policy was restructured in 2012 to a universal life policy. The value of the trust is composed principally of the cash surrender value of the life insurance policies. No distributions have been made by the trust see page 55 and 56.

Investment in The Carlton Hotel

The Senator and her spouse own interests in a partnership, Carlton Hotel Properties, which owns and operates a hotel in San Francisco. The ownership of the partnership is as follows:

Bertram Feinstein Trust (Dianne Feinstein beneficiary)	50.05%
Richard C. Blum through Blum Family Partners, LP (spouse)	47.95%
Richard C. Blum through Blum Investment Partners, Inc. (spouse)	1.00%
Dianne Feinstein	1.0%

The value of each of 1) the combined interest of Dianne Feinstein and her spouse and 2) Dianne Feinstein's interest through the Bertram Feinstein Trust in the Hotel Carlton exceeds \$1,000,000. Income from the investment has been reported based on partnership distributions received see page 57.

Investment in Blum Family Partners, L.P. (BFP)

BFP was formed to invest in various business ventures which provide opportunities for capital appreciation see pages 94 through 102.

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

Thayer Hotel Investment III, LLC
(page 101)

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

Business Description: A limited partnership formed to invest in resort hotel operations. The partnership was liquidated in 2012.

AEOW 2000 LP
(page 94)

Address: 909 Montgomery Street
San Francisco, CA 94133

Business Description: A limited partnership formed to pursue private placement investments in business ventures, which may provide significant opportunities for capital appreciation in technology or health technology companies. The securities held by the partnership are not disclosed.

Astar USA LLC (formerly Astar Air Cargo Holdings, L.L.C.)
(page 110)

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

Business Description: Airline cargo service.

Francisco Partners, L.P.
(page 97)

Address: 2882 Sand Hill Road, Suite 280
Menlo Park, CA 94025

Business Description: A limited partnership formed to invest in technology companies, both domestically and internationally for long-term capital appreciation, using a wide range of transaction structures. The partnership has over 400 limited partners and holds private and

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public investments. The investments include Barracuda, C-MAC, Foundation 9, FrontRange Solutions, GXS. During 2012 Electrical Components International, Primavera, RedPrairie, Wizard Parent and WebTrends were sold.

Lucky Bluff, LLC
(page 98)

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

Business Description: Raw land in Coachella Valley and a single family property in Lake Tahoe, CA.

Neospire, Inc.
(page 110)

Address: 1911 N. Lamar Street, 2nd Floor
Dallas, TX 75202

Business Description: A corporation that provides managed hosting, dedicated services and co-location. This investment was sold in 2011, however, additional proceeds were received in 2012 per the purchase and sales agreement.

ChrysCapital II, L.L.C.
(page 96)

Address: Les Cascades, 3rd Floor
Edith Cavell Street
Port Louis, Mauritius

Business Description: A venture capital fund which makes equity and equity-related investments in companies with significant operations in the Indian subcontinent. The 2 remaining private investments were sold in 2012.

Central Station Land, L.L.C.
(page 95)

Address: 1500 Park Avenue # 200
Emeryville, CA 94608

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Business Description: Real estate development in Oakland, California.

Cevian Capital II, LLC
(page 104)

Address: Channel Islands

Business Description: A limited partnership that invests and trades in securities in business ventures which may provide significant opportunities for capital appreciation. The partnership has invested in securities in Finland and Sweden including, Volvo, Metso, Old Mutual PLC, Tieto, Panalpina, Wolsey Plc, Danske Bank, Cookson, PLC Bilfinger SE, Vesuvius Plc, Alent plc and Demag Cranes. The investment is owned by Richard C. Blum through a tiered partnership structure. Richard C. Blum contributed cash to Blum Family Partners, L.P. (Blum Family) which contributed cash to Blum Capital Partners, L.P. Blum Capital Partners, L.P. (Blum Capital) made an investment in Cevian Capital II, LLC on behalf of Blum Family and other partners of Blum Capital. The value for 2012 is disclosed through Blum Family, rather than Blum Capital.

Greycroft Partners, LP
(page 97)

Address: New York, NY

Business Description: A limited partnership that invests and trades in securities in business ventures which may provide significant opportunities for capital appreciation. The partnership has invested in 33 Across, Inc., Adly, Inc., Collective Media, Inc., Ceros Inc.(formerly Crowd Fusion, Inc.), Extreme Reach, Inc., Fanhattan Holding Corp (formerly Vuze, Inc.), Glam Media (formerly Sportgenic, Inc.), Health Plan One, Inc., Hip Digital Media, Inc., LicenseStream, Inc., LocalResponse, Inc.(formerly Buzzd, Inc.,) Oggifinogi, Inc., Joynet, Inc., K2 Network, Inc., ShoreTell (formerly M5 Networks, Inc.), MDX Medical, Inc., OnePIN, Inc., Salesforce (formerly Buddy Media, Inc.), and United Sample, Inc.

During 2012 Babble Media, Inc., Intent Media Works, Inc., Ladies Who Launch, Inc., Marketbrightm Inc., Panvidea, Inc., Sometrics, Inc., Tynt Multimedia Inc., Vizu Corporation, WideOrbit, Inc., and WorldWide Biggies, Inc. were sold.

Coral Growth Investments Limited
(page 97)

Address: St. Peter Port, Guernsey

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Business Description: A limited partnership that invests and trades in securities in business ventures which may provide significant opportunities for capital appreciation. The partnership has invested in Egyptian Treasury Notes, Arab Republic of Egypt Bond, Amoun Pharmaceutical Company and Lecico Egypt SAE.

Escrow Partners, L.P.
(page 108)

Address: Laguna Niguel, CA

Business Description: A limited partnership that invests and owns rights to the Washington Mutual litigation shares (American Savings Bank Escrow) in dispute with the US government.

Information On Non-Publicly Traded Assets

Several of the investments listed in Part III are not publicly traded. The following provides additional information about these investments, which were made or are owned by Richard C. Blum, Blum Family Partners, L.P. RCBA, Inc. or BCP, L.P.

Blum Investment Partners, Inc.
(page 89 to 92)

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

Business Description: Blum Investment Partners, Inc. is a corporation whose business is to invest in investment partnerships which invest funds in various countries. The entity owns a 1% or less interest in Blum G.C., L.P., Blum G.A., L.L.C., Blum GA Equity III Partners, L.L.C., Blum GA III, L.L.C., Blum Holdings Spokane, L.P., Rattlesnake Funding, L.L.C., Blum GA IV, LP, Richard C. Blum Family Partnership, L.P. and BCP Investment, L.P. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity. Lucky Bluff, L.L.C. was transferred to Blum Investment Partners II, Inc. during 2012.

Blum Investment Partners II, Inc.
(page 93)

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

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Business Description: Blum Investment Partners II, Inc. is a corporation whose business is to invest in investment partnerships which invest funds in various countries. The entity owns a 1% or less interest in Lucky Bluff, L.L.C., and Blum Family Partners, L.P.

Blum G.C., L.P.
(page 86)

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

Business Description: Blum G.C. is a limited partnership whose business is to invest in investment partnerships which invest funds in various Asian countries. Blum G.C., L.P. holds interests directly or indirectly in Newbridge Genpar Partnership, L.P., and Golden BCP, Inc. The Newbridge entities and Golden BCP were formed to manage, advise and invest in securities or entities conducting business in China and other countries or territories of Asia. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity.

Blum G.A., L.L.C.
(page 71)

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

Business Description: Blum G.A., LLC is a limited partnership whose business is to invest in investment partnerships which invest funds in various countries. Blum G.A., LLC does not hold any investments.

Blum GA III, L.L.C.
(page 87)

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

Business Description: Blum GA III, L.L.C. is a limited liability company whose business is to invest in investment partnerships through Newbridge Asia Genpar III, L.P. Newbridge Advisors III, Inc. and Newbridge Asia Genpar AIV III, L.P. was formed to manage the investment Newbridge Asia III, L.P. (NBA III). NBA III was formed to invest in securities or entities conducting business in the countries and territories of Asia. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity.

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Blum GA III Equity Partners, LLC
(page 88)

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

Business Description: Blum GA III Equity Partners, LLC is a limited liability company whose business is to invest in investment partnerships through Newbridge Asia Equity III, L.P. (NBAE III LP). NBAE III LP was formed to invest in Newbridge Asia III, L.P. (NBA III). NBA III was formed to invest in securities or entities conducting business in the countries and territories of Asia. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity.

Blum GA IV, LP
(page 96)

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

Business Description: Blum GA IV, LP is a limited partnership whose business is to invest in investment partnerships through Newbridge Asia Equity IV, L.P. (NBAE IV LP), TPG/NB Associates, LLC, TPG 2006 VSP, LP, TPG 2007 VSP, LP, TPG 2008 VSP, LP, TPG 2009 VSP, LP and TPG Holdings, LP. NBAE IV LP was formed to invest in Newbridge Asia IV, L.P. (NBA IV). NBA IV and TPG Asia V, LP was formed to invest in securities or entities conducting business in the countries and territories of Asia. Richard C Blum does not hold a capital investment interest in any investment made in the People's Republic of China by this entity.

RCBA LAF ADVISORS L.L.C.
(page 110)

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

Business Description: RCBA LAF Advisors L.L.C. is a limited liability corporation whose business is to invest in investment partnerships which invest funds in various countries. Its only investment is in LAF Advisors LLC whose only investment is in LATAM GP, L.P. (which serves as general partner of Newbridge Latin America, L.P.).

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RCBA Newbridge LAF, L.L.C.
(page 70)

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

Business Description: RCBA Newbridge LAF, L.L.C. is a limited liability corporation whose business is to invest in entities which invest funds in various Latin American countries. RCBA Newbridge LAF, LLC holds interests directly or indirectly in LATAM GP, L.P., Newbridge Latin America, L.P. and Newbridge Andean Partners, L.P.

RCBA LAF Equity Partners L.L.C.
(page 69)

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

Business Description: RCBA LAF Equity Partners L.L.C. is a limited liability corporation whose business is to invest in investment partnerships which invest funds in various countries. It holds an interest directly in Newbridge Latin American L.P. (NLA) and indirectly in Newbridge Andean Partners, L.P. (NAP) NLA and NAP were formed to invest in various business ventures in Latin American which provide significant opportunities for capital appreciation.

Blum (K*Tec) Coinvestment Partners, L.P.
(page 66)

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

Business Description: A limited partnership formed to invest in Suntron Corporation, Phoenix, AZ. Suntron Corporation provides vertically integrated electronic manufacturing services.

Blum Holdings Spokane, L.P.
(page 91 and 96)

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

Business Description: Blum Holdings Spokane, L.P. owns a commercial rental building in Spokane, WA.

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Elevance Renewable Sciences, Inc.

Address: 175 E Crossroads Parkway, Suite F
Bolingbrook, IL

Business Description: Creates a range of valued specialty chemicals from natural oils using technology called olefin metathesis. This investment is held by BCP Investments, LP through Blum Family Partners, LP. See page 95.

Kite Pharma, Inc.

Address: 10924 Le Conte Avenue
Los Angeles, CA 90024

Business Description: is a privately held development stage biotechnology company engaged in the design and development of pioneering immune-based targeted therapies for multiple cancer indications. This investment is held by BCP Investments, LP through Blum Family Partners, LP. See page 95.

Filmyard Holdings, LLC

(page 100)

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

Business Description: Motion picture film and film rights library.

RST, Inc.

(page 100)

Address: 3791 Rocky Knoll Way
Santa Rosa, CA

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

BDK Holdings, LLC

(page 103)

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

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Business Description: To explore investments in airline cargo services.

Tensile Capital Management
(page 100)

Address: Two Embarcadero Center
San Francisco, CA

Business Description: Value oriented investment hedge fund.

Colony American Homes Holdings
(page 97)

Address: 100 Pine Street
San Francisco, CA

Business Description: a leading owner and provider of high quality single family residences for rental across the United States.

Pension

The Senator receives a pension from the City of San Francisco. The pension has been valued in the category of \$500,000 to \$1,000,000 based on a valuation provided by the Retirement Division of the City of San Francisco.

Reporting Convention For Compensation Income From Investments

Mr. Blum receives a salary from BCP L.P. He also receives dividend income from RCBA Inc. The category indicated under "Amount of Income" is based on dividends received. The column "Actual Amount Only if 'Other' Specified" indicates salary compensation.

As reported in Part II, Mr. Blum received fees from Coral Growth Investments Limited, CB Richard Ellis Group Inc., and has investments in these corporations as well. In addition, Mr. Blum receives fees from CDP- Concord Egyptian Fund, but does not have an investment in this Fund. The fees from CB Richard Ellis were paid by Mr. Blum to investment management funds of Blum Capital.

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Valuation Methods

Traded securities are valued at quoted market value or at fair market value.

Non-traded securities are valued at fair market value based on factors such as cost, projected profits, projected cash flows and comparisons with similar businesses.

Real estate investments are valued at cost or at estimated value.

Partnership interests are valued based on a computation of pro rata share of the estimated net fair value of the partnership as recorded for financial statement reporting purposes.

Assets held as nominee for others are excluded from the report.

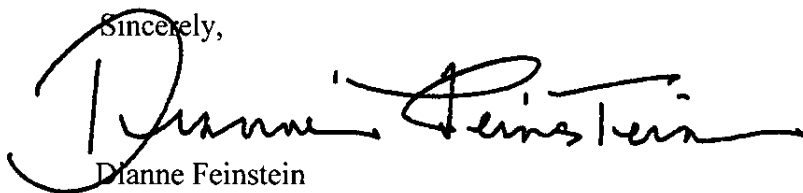
Income Determination Methods

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

Capital gains are reported in the period realized. For individual securities, capital gains are reported net of offsetting losses realized during the reporting period. Capital losses are not otherwise offset against other sources of income. For instance, income relating to an investment that produced dividend income and capital losses during the period is reported at the amount of the dividend income only. Changes in unrealized capital gains are not included.

Income from S-Corporations is reported as the amount of dividends received, which differs from taxable income reportable on the Internal Revenue Service's form Schedule K-1. Income from partnerships is reported as the amount of distributions received from the partnership, which differs from taxable income reportable on Internal Revenue Service's form Schedule K-1.

Sincerely,



Dianne Feinstein
United States Senator

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