DIANNE FEINSTEIN
CALIFORNIA

COMMITTEE ON APPROPRIATIONS
COMMITTEE ON ENERGY AND NATURAL RESOURCES
COMMITTEE ON THE JUDICIARY
COMMITTEE ON RULES AND ADMINISTRATION
SELECT COMMITTEE ON INTELLIGENCE

United States Senate

WASHINGTON, DC 20510-0504
http://feinstein.senate.gov

SECRETARY OF THE SENATE
06 JUN -9 AM 9:14

June 8, 2006

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, 2005, and includes income for the period January 1, 2005 through December 31, 2005. Valuations of assets are presented as of December 31, 2005.

Items Covered

The report covers assets and related income owned by the Senator and her spouse either directly or through a living trust. The report also includes transactions for the period, January 1, 2005 through December 31, 2005, related to the Senator's and her spouse's direct holdings.

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, a deposit account at Bank of America and First Republic Bank, Alliance Government Resources and Dreyfus Treasury Prime Cash. 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 1, 3, 4, 100 through 103 in the report.)

Senator Feinstein and her spouse jointly own condominiums in Princeville, Kauai, Hawaii and Tahoe City, CA, deposit accounts at Bank of America and First Republic Bank. (For details of the Senator's and Mr. Blum's jointly held assets, see pages 104 and 105.

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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 a merchant banking 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 II, L.P., Stinson Capital Partners (QP) L.P., Stinson Capital Partners D, L.P., Stinson Capital Partners M, L.P., Stinson Capital Partners S, L.P., Stinson Capital Partners A, L.P., RCBA-KCI Capital Partners, L.P., RCBA KCI Managers LLC, Stinson Capital Fund (Cayman), Ltd., and PB Capital Partners, L.P.

There are other investment entities that were formed in 1998, 2000 and 2005 that are structured slightly different than the entities noted above. These are Blum Strategic GP, L.L.C., Blum Strategic Equity, L.L.C., Blum Strategic Advisor, 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 managing member of Blum Strategic Equity, L.L.C. that is a limited partner of Blum Strategic Partners, L.P. Blum Strategic KFB, LP and RCBA Strategic KFB, L.P., KFB Newbridge GenPar, LP and Blum Strategic GP (Cayman), L.P. were formed to invest in Korea First Bank through KFB Newbridge Investments, LP. Blum GA III, L.L.C. and Blum GA III Equity Partners, L.L.C. were formed to invest in Newbridge Asia III, L.P. Blum Strategic Advisor, L.L.C. is the investment advisor for Blum Strategic Partners, L.P.

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BCP L.P. is also the managing member of Blum Strategic Advisor L.L.C. and Blum Strategic Equity L.L.C.

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

During 2005 Blum Capital Partners, L.P. formed a new investment partnership, Saddlepoint Partners (Cayman), L.P. (Saddlepoint). Saddlepoint was formed as a master feeder structure where all the assets are held at Saddlepoint. There are two main investors in Saddlepoint, Sadllepoint Partners, L.P. and Saddlepoint Holdings (Offshore), L.P.. Saddlepoint Partners GP, L.L.C. (GP) is the general partner of both investors. Blum Capital Partners, L.P. is a managing member of Saddlepoint Partners GP, L.L.C.. Mr. Blum holds an investment in Saddlepoint Partners, L.P. through Saddlepoint Equity, L.L.C.

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

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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.
(Indirect investment of Richard C. Blum)

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

Business Description: The partnership invests through a tiered partnership structure in a portfolio of securities. The partnerships Ivex and a partnership interest in PT JMB Partnerships, L.P.

Peachtree Cable Associates, Ltd. and Peachtree Cable Holdings, Ltd.
(Indirect investment of Richard C. Blum)

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

Business Description: The partnerships, through tiered partnership structures, own and operate cable television services in Atlanta, Georgia, and in other parts of the United States.

TPG Associates, III
(Indirect investment of Richard C. Blum)

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

Business Description: The partnership was formed to invest in various investment business ventures which may provide significant opportunities for capital appreciation. The partnership investments include Gemplus International S.A., DoveBid, Inc., GMP Companies, Inc., Legerity, Inc., Differentis, Petco Animal Supplies, Inc., New SAC (Seagate), Findexa Group, MEMC Electronic Materials, Inc., Burger King Corporation, Gate gourmet Group, Quintiles

Transactional Corporation, Spirit Group Limited, Kraton Polymers, Debenhams Plc, Iasis Healthcare Corp., Kraton Polymers, Network General Corporation, Smart Modular Technologies, Inc., and Celerity, Inc.

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TPG Associates, IV
(Indirect investment of Richard C. Blum)

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

Business Description: The partnership was formed to invest in various investment business ventures which may provide significant opportunities for capital appreciation. The partnership investments include Celerity, Inc., Debenhams Plc, Eutelsat S.A., Grohe AG, Iasis Healthcare Corp., Isola AG, Kraton Polymers, Network General Corporation, Smart Modular Technologies, Fidelity National Information Services, Inc., Mobilcom AG, NRG Energy, Ariel, British Vita, Lenovo, LPL Holding, Inc., MGM, SunGard Data Systems, TIM Hellas, NRG Energy and Neiman Marcus Group.

TPG LAF Equity Partners, L.P.
(Indirect investment of Richard C. Blum)

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.
(Indirect investment of Richard C. Blum)

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.
(Indirect investment of Richard C. Blum)

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.

The above investments are valued at Mr. Blum's or his firm's pro rata share of estimated fair value at December 31, 2005, (or the year-end valuation obtained on form K-1). Income from these investments is reported based on partnership distributions received.

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Escrow Partners, Inc.
(Investment of Richard C. Blum)

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

Business Description: This partnership was formed to invest in litigation shares of Washington Mutual.

The above investments are valued at Mr. Blum's or his firm's pro rata share of estimated fair value at December 31, 2005, (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, 2005.

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

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

Richard C. Blum Marital Trust of 1994

Dianne Feinstein is a beneficiary of the Richard C. Blum Marital Trust of 1994. The trust's assets are composed of insurance policies on the life of Richard C. Blum issued by the Prudential Insurance Company and John Hancock Variable Life Insurance Company. 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.

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 issued by the Prudential Insurance Company and John Hancock Variable Life Insurance Company. The value

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of the trust is composed principally of the cash surrender value of the life insurance policies. No distributions have been made by the trust.

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)	50.0%
Richard C. Blum (spouse)	49.0%
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.

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

BFP was formed to invest in various business ventures which provide significant opportunities for capital appreciation.

Dianne Feinstein 1991 Trust

In September 1991, the Senator transferred her securities to a blind trust. The trust became qualified by the Senate Ethics Committee on December 29, 1993. The Trust's value as of December 31, 2005, is reported on a separate schedule in section IIIA.

Information On Non-Publicly Traded Assets

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

KFB Newbridge GenPar, L.P.
(Indirect investment of Richard C. Blum)

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

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Business Description: A limited partnership formed to provide management services of Newbridge's investment in Korea First Bank.

Second City Capital Partners, L.P.
(Indirect investment via Blum Family Partners, L.P.)

Address: 1075 West Georgia Street Suite 2600
Vancouver, BC V6E 3C9

Business Description: The partnership is a provider of mezzanine debt and equity finance to mid-market companies. The partnership has invested in 5 public companies and 5 private investments including Age Care Investments, Ltd., ID Biomedical Corporation, 548735 Ontario Ltd., BOS Rentals, Softchoice Corporation, Cinch Energy Corporation, VSM Medtech Ltd., and Bennett Environmental.

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Strategic Recovery Fund
(Indirect investment via Blum Family Partners, L.P)

Address: Burleigh House, 357 Strand
London WC2R 0HS

Business Description: The principal purpose of the Partnership is to invest directly or indirectly in equity and near equity investments in a portfolio of companies publicly listed in the U.K. The investments include API, 4Imprint, Hampton Industries PLC, and Wyndeham Press Group PLC.

Thayer-Blum Funding III, LLC
(Separate property of Richard C. Blum)

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

Business Description: A limited liability company formed to invest in Suntron Corporation, Phoenix, AZ. Suntron Corporation provides vertically integrated electronic manufacturing services. See page 119 and 120 of the Senate Financial Disclosure Report.

ChrysCap I, LLC
(Indirect investment of Richard C. Blum through Blum Capital Partners, LP)

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. This entity was dissolved in 2005.

Thayer Hotel Investment III, LLC
(Indirect investment via Blum Family Partners, L.P)

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 resort hotels consist of a Ritz Carlton and Marriot located in Orlando Florida, RIHGA Royal Hotel in New York City.

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AEOW 2000 LP
(Indirect investment via Blum Family Partners, L.P)

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 partnership has invested in 10 public companies and 12 private investments. Investments include Agere Systems Inc., Finisar Corporation, Generex Biotechnology, ImClone Sys Inc., LM Ericsson Tele Co ADR, Med Design Corp., Neorx Corp., Netopia Inc., Solectran Corp., ATI Medical Pfd., Calypso Medical Technologies, Clarent Hospital Corp., EPL Technologies, FutureTrade Technologies, KCA Environmental, Madison Inf Tech, PEC Squared LLC, Pharmion Corp, Syntonix Pharmaceuticals, Venetec International, and Vintara Pfd.

Astar Cargo Holdings
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: Airline cargo service.

Social Enterprises.
(Indirect investment via Blum Family Partners, L.P)

Address: 475 Gate 5 Road
Suite 115
Sausalito, CA 94965

Business Description: A corporation that defines benchmarks that measure philanthropic investments.

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ValueAct Capital Partners, L.P.
(Indirect investment via Blum Family Partners, L.P)

Address: 465 Pacific Avenue
San Francisco, CA 94133

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 18 public companies and 2 private investments. The investments include KC Holdings Corporation and VAC Ocean Cayman Corporation.

Francisco Partners, L.P.
(Indirect investment via Blum Family Partners, L.P)

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 11 private investments and 3 public investments. The investments include Aderant, AKQA, AMI Semiconductor, C-MAC, Credence (NP Test), GXS, Legerity, MagnaChip, OfficeTiger, G International, SMART Modular, Ultra Clean Technology, WRQ, and XcelleNet.

Laurel Inn Associates, LLC
(Indirect investment via Blum Family Partners, L.P.)

Address: 444 Presidio Avenue
San Francisco, CA

Business Description: Laurel Inn Associates, LLC owns the Laurel Inn, a hotel in San Francisco, CA.

Consortium on Reading Excellence, Inc.
(Indirect investment via Blum Family Partners, L.P)

Address: 5855 Christie Avenue, Suite A
Emeryville, CA 94608

Business Description: A corporation that provides professional development focusing on teaching and learning.

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Neospire, Inc.
(Separate property of Richard C. Blum)

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

Business Description: A corporation that provides managed hosting, dedicated services and co-location.

ChrysCap II, L.L.C.
(Indirect investment via Blum Family Partners, L.P)

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 partnership holds 10 private investments in India. The investments include Mphasis through Winterfall, New Path Ventures, Global VantEdge, Ephinay, Tech Team, IVRCL, and Yes Bank.

NB Hanaro Partners
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: A limited partnership to hold stock in Hanaro Telecom in Korea. Hanaro is Korea's second largest broadband player offering voice and data services.

NB Hanaro Partners, II
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: A limited partnership to hold stock in Hanaro Telecom in Korea. Hanaro is Korea's second largest broadband player offering voice and data services.

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Central Station Land
(Indirect investment via Blum Family Partners, L.P)

Address: 909 Montgomery Street, 4th Floor
San Francisco, CA 94133

Business Description: Real estate development in Oakland, California.

Strange Collective
(Indirect investment via Blum Family Partners, L.P)

Address: San Francisco, CA

Business Description: A boutique toy company that produces and sells premium quality collectible action figures and toys.

American Global Resources, LLC
(Indirect investment via Blum Family Partners, L.P)

Address: San Diego, CA

Business Description: To harvest, transport and mill mahogany and pine timber in Fiji. This entity was liquidated in 2005.

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.
(Separate property of Richard C. Blum)

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% 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., BCP Amth, L.P., Blum Holdings Spokane, L.P. and Rattlesnake Partners, L.P. This entity holds no ownership interest in any investment made in the People's Republic of China.

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Blum G.C., L.P.
(Separate property of Richard C. Blum)

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. This entity holds no ownership interest in any investment made in the People's Republic of China.

Blum G.A., L.L.C.
(Separate property of Richard C. Blum)

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 holds interests directly or indirectly in Newbridge Asia II, L.P., Newbridge Asia Advisors, Inc. and Newbridge Asia Genpar II. The Newbridge entities were formed to manage, advise and invest in securities or entities conducting business in countries or territories of Asia. This entity holds no ownership interest in any investment made in the People's Republic of China.

Blum GA III, LLC
(Separate property of Richard C. Blum)

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

Business Description: Blum GA III, LLC is a limited liability company whose business is to invest in investment partnerships through Newbridge Asia Genpar III, L.P. Newbridge Asia III, L.P. was formed to manage the investment Newbridge Asia III (NBA III). NBA III was formed to invest in securities or entities conducting business in the countries and territories of Asia. This entity holds no ownership interest in any investment made in the People's Republic of China.

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Blum GA III Equity Partners, LLC

(Separate property of Richard C. Blum)

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 (NBA III). NBA III was formed to invest in securities or entities conducting business in the countries and territories of Asia. This entity holds no ownership interest in any investment made in the People's Republic of China.

RCBA LAF ADVISORS LLC
(Separate property of Richard C. Blum)

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

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

RCBA Newbridge LAF, LLC
(Separate property of Richard C. Blum)

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

Business Description: RCBA Newbridge LAF, LLC 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.

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RCBA LAF Equity Partners LLC
(Separate property of Richard C. Blum)

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

Business Description: RCBA LAF Equity Partners LLC 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.
(Separate property of Richard C. Blum)

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.

BCP AMTH, L.P.
(Indirect investment of Richard C. Blum)

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

Business Description: A limited partnership that invests and trades in securities in business ventures which may provide significant opportunities for capital appreciation. The investments include Lindex, Intrum Justitia, Skandia AB, Metso and Visma.

Blum Holdings Spokane, L.P.
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: Blum Holdings Spokane, L.P. Commercial rental building in Spokane, WA.

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OZ Fitness
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: Fitness centers located in OR, WA, ID and MT.

Rattlesnake Funding, L.L.C.

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

Business Description: Investment in BBA Foresight, L.L.C.

BBA Foresight, L.L.C.

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

Business Description: Real estate investment in undeveloped land in Arizona

Bill Press Partners, L.L.C.

Address: 217 – 8th Street SE
Washington, D.C. 2003

Business Description: Investment in Bill Press syndicated radio program.

Long Bar Argentina, L.L.C.

Address: 2525 East Camelback Road, Suite 830
Phoenix, AZ 85016

Business Description: A limited partnership formed to invest in companies in South America for long term appreciation including Farallon, Whippoorwill, Bancafe, Skandifinanz and Banespa.

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CBRE Realty Finance, Inc.

Address: 185 Asylum Street, 37th Floor
Hartford, CT 06103

Business Description: Real estate investment trust investing in commercial real estate loans

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

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

Business Description: Investment in real estate loan and other securities.

Pension

The Senator receives a pension from the City of San Francisco. The pension has been valued in the category of $100,000 to $250,000 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 Northwest Airlines Corporation, URS Corporation, Glenborough Realty Trust, 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 URS and CB Richard Ellis were paid by Mr. Blum to investment management clients of Blum Capital.

Mr. Blum also received supplemental Pension Benefits from Thompson Learning Benefit Plan (formerly National Education Corporation) and Pacific Life Insurance Company (as a result of his former service as a director of Shaklee Corporation), but held no investment in these corporations at December 31, 2005.

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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-l.

Sincerely,

Diianne Feinstein

0000023210 1

00000232102

UNITED STATES SENATE FINANCIAL DISCLOSURE REPORT FOR ANNUAL AND TERMINATION REPORTS

Last Name	First Name and Middle Initial	Annual Report Calendar Year Covered by Report:	Senate Office / Agency in Which Employed
FEINSTEIN	DIANNE	2005	UNITED STATES SENATE
Senate Office Address (Number, Street, City, State, and ZIP Code)	Senate Office Telephone Number *(Include Area Code)*	Termination Report	Prior Office / Agency in Which Employed
331 Hart, Senate Office Bldg., Washington, D.C. 20519	(202) 224-3841	Termination Date (mm/dd/yy):	

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

	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.		X
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.	X	
Did you, your spouse, or dependent child receive unearned or investment income of more than $200 in the reporting period or hold any reportable asset worth more than $1,000 at the end of the period? If Yes, Complete & Attach PART IIIA and/or IIIB.	X	
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.		X
Did you, your spouse, or dependent child receive any reportable gift in the reporting period (i.e., aggregating more than $305 and not otherwise exempt)? If Yes, Complete and Attach PART V.	X	
Did you, your spouse, or dependent child receive any reportable travel or reimbursements for travel in the reporting period (i.e., worth more than $305 from one source)? If Yes, Complete and Attach PART VI.		X
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.	X	
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.		X
Do you have any reportable agreement or arrangement with an outside entity? If Yes, Complete and Attach PART IX.		X
If this is your FIRST Report: Did you receive compensation of more than $5,000 from a single source in the two prior years? If Yes, Complete and Attach PART X.		X

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

File this report and any amendments with the Secretary of the Senate, Office of Public Records, Room 232, Hart Senate Office Building, U.S. Senate, Washington, DC 20510. $200 Penalty for filing more than 30 days after due date.

This Financial Disclosure Statement is required by the Ethics in Government Act of 1978, as amended. The statement will be made available by the Office of the Secretary of the Senate to any requesting person upon written application and will be reviewed by the Select Committee on Ethics. Any individual who knowingly and willfully falsifies, or who knowingly and willfully fails to file this report may be subject to civil and criminal sanctions. (See 5 U.S.C. app. 6, 104, and 18 U.S.C. 1001.)

FOR OFFICIAL USE ONLY
Do Not Write Below this Line

RECEIVED, OFFICE OF THE SECRETARY OF THE SENATE
06 JUN -9 AM 9:15

Certification	Signature of Reporting Individual	Date (Month, Day, Year)
I CERTIFY that the statements I have made on this form and all attached schedules are true, complete and correct to the best of my knowledge and belief.	Dianne Feinstein	6/8/06

For Official Use Only - Do Not Write Below This Line

It is the Opinion of the reviewer that the statements made in this form are in compliance with Title I of the Ethics in Government Act	Signature of Reviewing Official	Date (Month, Day, Year)

Reporting Individual's Name: 32103
DIANNE FEINSTEIN

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

Page Number 1

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

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

	Name of Income Source	Address (City, State)	Type of Income	Amount
Example:	*JP Computers*	*Wash., DC* *Example*	*Salary* *Example*	*$15,000*
	MCI (Spouse)	*Arlington, VA* *Example*	*Salary* *Example*	*Over $1,000*
1	City & County of San Francisco	San Francisco, CA	Pension	$42,504

Reporting Individual's Name 00000232104
DIANNE FEINSTEIN

PART II. EARNED AND NON-INVESTMENT INCOME
(Of Spouse)

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

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

	Name of Income Source	Address (City, State)	Type of Income	Amount
Example:	*JP Computers*	*Wash., DC*	*Example*	*Salary*	*Example*	*$15,000*
	MCI (Spouse)	*Arlington, VA*	*Example*	*Salary*	*Example*	*Over $1,000*
1	Blum Capital Partners, L.P. (Spouse)	San Francisco, CA	Salary	Over $1,000
2	URS Corporation (Spouse)	San Francisco, CA	Fees	Over $1,000
3	Glenborough Realty Trust, Inc. (Spouse)	San Mateo, CA	Fees	Over $1,000
4	Pacific Life Insurance Company (Spouse)	Newport Beach, CA	Retirement Plan	Over $1,000
5	Thomson Learning Benefit Plan (Spouse)	Orlando, FL	Supplemental Retirement Plan	Over $1,000
6	Northwest Airlines Corporation (Spouse)	St. Paul, MN	Fees	Over $1,000
7	Newbridge Capital L.L.C. (Spouse)	Fort Worth, TX	Fees	Over $1,000
8	CDP – Concord Egyptian Fund (Spouse)	St. Peter Port, Guernsey	Fees	Over $1,000
9	Astar Air Cargo, Inc. (Spouse)	Miami, FL	Fees	Over $1,000

Reporting Individual's Name 00000232105
DIANNE FEINSTEIN

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

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.

		Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*	Example:				X									X							*Example*		X										*Example*
	(S) Keystone Fund						X										X		X			*Example*	X											*Example*
1	City & County of San Francisco						X												X									X						

Reporting Individual's Name: 00032106
DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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*
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	Alliance Government Reserves	X																X				X											
M	Dreyfus Treasury Prime Cash				X													X						X									

Reporting Individual's Name
DIANNE FEINSTEIN

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

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.

	Block A	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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Blum Capital Partners, L.P.:**																																
S	**Pegasus Solutions**																																
	Common Stock		X																			X											
S	**Perini Corporation**																																
	Common Stock	X															X										X						
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes		X													X						X											
S	**CB Richard Ellis Group, Inc.**																																
	Common Stock			X																		X											

Reporting Individual Name: 232108

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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	Asset	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X					X											

Reporting Individual's Name 00000232109
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through RCBA, Inc.)

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Richard C. Blum & Associates, Inc.:**																																
S	**RAE Systems, Inc.**																																
	Common Stock						X															X											
S	**Northwest Airlines Corporation**																																
	Common Stock	X															X					X											

Reporting Individual's Name: 00000232110
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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, DC, or J	Block A	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**PB Capital Partners, L.P.**																																
	San Francisco, CA																																
	(4.95% owned by Blum Capital Partners, L.P.)																																
	(77.0% of Blum Capital Partners, L.P. Interest owned by Richard C. Blum)																																
S	**Perini Corporation**																																
	Common Stock	X															X													X			

Reporting Individual's Name 252111

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

Block A	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, Example: DC, or J — *(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S **BK Capital Partners IV, L.P.:**																																
(1.94% owned by Blum Capital Partners, L.P.)																																
S **ITT Educational Services, Inc.**																																
Common Stock					X																X											
S **Janus Capital Group, Inc.**																																
Common Stock					X								X									X										
S **eResearch Technology, Inc.**																																
Common Stock				X																	X											

Reporting Individual's Name 252112

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Electronic For Imaging, Inc.**																																
	Common Stock			X																		X											
S	**TCF Financial Corporation**																																
	Common Stock			X										X										X									
S	**Novell, Inc.**																																
	Common Stock			X													X							X									
S	**Nu Skin Enterprises**																																
	Common Stock			X										X								X											
S	**Lincare Holdings**																																
	Common Stock			X													X									X							

Reporting Individual's Name [redacted]
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, Example: DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Pegasus Solutions, Inc.**																																
	Common Stock			X													X					X											
S	**Paxar Corporation**																																
	Common Stock			X																		X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock		X																			X											
S	**PRG Schultz International, Inc.**																																
	Common Stock	X																				X											
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock			X										X										X									

Reporting Individual's Name 232114

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Identity of Publicly Traded Assets	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: 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	$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	**URS Corporation**																																
	Common Stock	X															X												X				
S	**Copart, Inc.**																																
	Common Stock	X															X									X							
S	**The BISYS Group, Inc.**																																
	Common Stock		X														X					X											
S	**Synopsys, Inc.**																																
	Common Stock	X															X							X									
S	**Playtex Products**																																
	Common Stock	X															X					X											

Reporting Individuals Name: 252115

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

		Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Skillsoft PLC**																																
	Common Stock		X														X					X											
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X									X							
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X								X								
S	**UAP Holdings Corp**																																
	Common Stock	X																				X											
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock		X																			X											

Reporting Individual's Name 00002521115

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Ross Stores, Inc.**																																
	Common Stock		X											X								X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X																				X											
S	**Intuit, Inc.**																																
	Common Stock	X															X								X								

Reporting Individual's Name: 232117
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**MSC Software Corporation**																																
	Common Stock	X															X								X								
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**Tiffany & Co.**																																
	Common Stock	X												X			X							X									

Reporting Individual's Name: 232118
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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	Asset	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners, L.P.:**																																
	(1.71% owned by Blum Capital Partners, L.P.)																																
	(.93% owned by Richard C. Blum, Keogh Plan)																																
	(.4% owned by Richard C. Blum, through Blum Family Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock							X														X											
S	**Janus Capital Group, Inc.**																																
	Common Stock							X						X			X									X							

Reporting Individual's Name 0000022119

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**eResearch Technology, Inc.**																																
	Common Stock							X														X											
S	**Novell, Inc.**																																
	Common Stock						X										X											X					
S	**Electronics For Imaging, Inc.**																																
	Common Stock						X															X											
S	**TCF Financial Corporation**																																
	Common Stock					X								X			X									X							
S	**Lincare Holdings, Inc.**																																
	Common Stock			X													X										X						

Reporting Individual's Name: DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Paxar Corporation**																																
	Common Stock					X																X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock			X													X					X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock		X																			X											
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes					X										X									X								
S	**Montpelier Re Holdings, Ltd.**																																
	Common Stock					X								X			X									X							

Reporting Individual's Name 00000232121

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**UAP Holdings Corp.**																																
	Common Stock			X																		X											
S	**Nu Skin Enterprises**																																
	Common Stock					X								X									X										
S	**Thomson ISIN**																																
	Common Stock			X																		X											
S	**Skillsoft PLC**																																
	Common Stock		X														X					X											
S	**Athlon Holding**																																
	Common Stock	X																				X											

Reporting Individual's Name 2 3 2 1 2 2

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock					X											X								X								
S	**Macrovision Corporation**																																
	Common Stock				X																	X											
S	**Ross Stores, Inc.**																																
	Common Stock				X									X								X											
S	**Career Education**																																
	Common Stock			X																		X											
S	**MSC Software Corp**																																
	Common Stock	X															X										X						

Reporting Individual's Name: 00000232123
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, Example: DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Copart, Inc.**																																
	Common Stock	X															X											X					
S	**The BISYS Group, Inc.**																																
	Common Stock	X															X					X											
S	**URS Corporation**																																
	Common Stock	X															X												X				
S	**Synopsys, Inc.**																																
	Common Stock	X															X										X						
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X										X						

Reporting Individual's Name: 232124
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X										X						
S	**Tiffany & Co.**																																
	Common Stock	X												X			X										X						
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X															X						X										
S	**Intuit, Inc.**																																
	Common Stock	X															X										X						

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners QP, L.P.:**																																
	(1.42% owned by Blum Capital Partners, L.P.)																																
	(.69% owned by Richard C. Blum, Keogh Plan)																																
	(2.76% owned by Richard C. Blum, through Blum Family Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock								X													X											
S	**Janus Capital Group, Inc.**																																
	Common Stock								X					X									X										

Reporting Individual's Name 00010232126
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**eResearch Technology, Inc.**																																
	Common Stock							X														X											
S	**Novell, Inc.**																																
	Common Stock							X									X											X					
S	**Electronics For Imaging Inc.**																																
	Common Stock							X														X											
S	**TCF Financial Corporation**																																
	Common Stock						X							X												X							
S	**Lincare Holdings**																																
	Common Stock						X										X											X					

Reporting Individual's Name: 00000232127
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
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BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Paxar Corp.**																																
	Common Stock					X																X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock				X												X					X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock			X																		X											
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes					X										X										X							
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock						X							X			X									X							

Reporting Individual's Name 00086232128

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners QP, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
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BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**UAP Holdings Corp.**																																
	Common Stock					X																X											
S	**Nu Skin Enterprises**																																
	Common Stock					X								X										X									
S	**Skillsoft PLC**																																
	Common Stock					X																X											
S	**Thomson ISIN**																																
	Common Stock				X																	X											
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock					X																X											

Reporting Individual's Name 10000232129
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
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BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: 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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Macrovision Corporation**																																
	Common Stock					X																X											
S	**The BISYS Group, Inc.**																																
	Common Stock				X												X					X											
S	**Career Education**																																
	Common Stock				X																	X											
S	**Ross Stores, Inc.**																																
	Common Stock			X										X								X											
S	**Copart, Inc.**																																
	Common Stock	X															X												X				

Reporting Individual's Name 00032130

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners QP, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X										X						
S	**URS Corp.**																																
	Common Stock	X															X												X				
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X											X					
S	**Tiffany & Co.**																																
	Common Stock	X												X			X										X						
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X											X					

Reporting Individual's Name: 22131

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners QP, L.P. (continuation))

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

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

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

BLOCK C — Type and Amount of Income

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

Block A		Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Intuit, Inc.**																																
	Common Stock	X															X										X						
S	**MSC Software Corporation**																																
	Common Stock	X															X										X						

Reporting Individual's Name 10003232132
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Stinson Capital Partners D, L.P.:**																																
	(.2% owned by Blum Capital Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock		X																			X											
S	**Janus Capital Group, Inc.**																																
	Common Stock		X											X								X											

Reporting Individual's Name 00000232133
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
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BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**eResearch Technology, Inc.**																																
	Common Stock		X																			X											
S	**Novell, Inc.**																																
	Common Stock		X														X						X										
S	**Electronics For Imaging, Inc.**																																
	Common Stock		X																			X											
S	**TCF Financial Corporation**																																
	Common Stock		X											X								X											
S	**Lincare Holdings**																																
	Common Stock		X														X						X										

Reporting Individual's Name 00000232134

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
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(2) generated over $200 in "unearned" income during the reporting period.
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BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Paxar Corporation**																																
	Common Stock		X																			X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock	X															X					X											
S	**Lincoln Educational Services, Group**																																
	Common Stock	X																				X											
S	**Montpelier Re Holdings, Ltd.**																																
	Common Stock		X											X			X					X											
S	**UAP Holdings Corp.**																																
	Common Stock	X																				X											

Reporting Individual's Name 00000232135

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
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Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											
S	**Skillsoft PLC**																																
	Common Stock	X																				X											
S	**Thomson ISIN**																																
	Common Stock	X																				X											
S	**Athlon Holding**																																
	Common Stock	X																				X											
S	**Ross Stores, Inc.**																																
	Common Stock		X											X								X											

Reporting Individual's Name: 9990232136
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
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BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C — Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock		X																			X											
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**The BISYS Group, Inc.**																																
	Common Stock	X															X					X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**Copart, Inc.**																																
	Common Stock	X															X						X										

Reporting Individual's Name 232137

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
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BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X						X										
S	**Synopsys, Inc.**																																
	Common Stock	X															X					X											
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X						X										
S	**Tiffany & Co.**																																
	Common Stock	X															X						X										

Reporting Individuals Name 232138

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
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BLOCK B — Valuation of Assets

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	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X															X					X											
S	**Intuit, Inc.**																																
	Common Stock	X															X					X											
S	**MSC Software Corporation**																																
	Common Stock	X															X						X										

Reporting Individual's Name: 00000232139
DIANNE FEINSTEIN

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

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

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

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners M, L.P.:**																																
	(1.0% owned by Blum Capital Partners, L.P.)																																
S	**UAP Holdings Corp.**																																
	Common Stock		X																			X											
S	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock		X											X								X											

Reporting Individual's Name 00000232140
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
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At the close of reporting period. If None, or less than $1,001, Check the first column.

BLOCK C — Type and Amount of Income

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	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Thomson ISIN**																																
	Common Stock		X																			X											
S	**Skillsoft PLC**																																
	Common Stock	X															X					X											
S	**Athlon Holding**																																
	Common Stock	X																				X											
S	**ITT Educational Services, Inc.**																																
	Common Stock			X																		X											
S	**Janus Capital Group, Inc.**																																
	Common Stock			X										X								X											

Reporting Individual's Name: 00000232141
DIANNE FEINSTEIN

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

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**eResearch Technology, Inc.**																																
	Common Stock			X																		X											
S	**Novell, Inc.**																																
	Common Stock		X														X							X									
S	**Electronics for Imaging Inc.**																																
	Common Stock		X																			X											
S	**TCF Financial Corporation**																																
	Common Stock		X											X									X										
S	**Ross Stores, Inc.**																																
	Common Stock		X											X								X											

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners M, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
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BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J (Example)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock		X																			X											
S	**Paxar Corporation**																																
	Common Stock		X																			X											
S	**Lincare Holdings**																																
	Common Stock		X														X							X									
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock		X														X					X											

Reporting Individual's Name: 00000232143
DIANNE FEINSTEIN

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

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

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

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

BLOCK C — Type and Amount of Income

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S, DC, or J	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**The BISYS Group, Inc.**																																
	Common Stock		X														X					X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock	X																				X											
S	**Synopsys Inc.**																																
	Common Stock	X															X					X											
S	**Copart, Inc.**																																
	Common Stock	X															X							X									

Reporting Individual's Name 00000232144
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
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If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, Example: DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X						X										
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X							X									
S	**Tiffany & Co.**																																
	Common Stock	X												X			X						X										
S	**ABX Air, Inc.**																																
	Common Stock	X																				X											
S	**Avaya, Inc.**																																
	Common Stock	X															X					X											

Reporting Individual's Name 00000232145
DIANNE FEINSTEIN

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

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

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

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Intuit Inc.**																																
	Common Stock	X															X						X										
S	**MSC Software Corp.**																																
	Common Stock	X															X						X										

Reporting Individuals Name: 00000232146
DIANNE FEINSTEIN

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

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

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

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners II, L.P.:**																																
	(.14% owned by Blum Capital Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock			X																		X											
S	**Janus Capital Group, Inc.**																																
	Common Stock		X											X								X											
S	**Kinetic Concepts, Inc.**																																
	Common Stock		X																			X											

Reporting Individual's Name 00000032147
DIANNE FEINSTEIN

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

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

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

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BLOCK C — Type and Amount of Income

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S, Example: DC, or J	Block A	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
	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	**TCF Financial Corporation**																																
	Common Stock		X											X									X										
S	**Pegasus Solutions Inc.**																																
	Common Stock		X														X					X											
S	**Lincare Holdings**																																
	Common Stock		X														X							X									
S	**Lincoln Educational Services, Corp.**																																
	Common Stock	X																				X											

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners II, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

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

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Paxar Corp.**																																
	Common Stock	X																				X											
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes		X													X							X										
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock		X											X								X											
S	**UAP Holdings Corp.**																																
	Common Stock		X																			X											
S	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											

Reporting Individual's Name 00000232149
DIANNE FEINSTEIN

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

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

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S, Example: DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Skillsoft PLC**																																
	Common Stock	X															X					X											
S	**Electronics for Imaging, Inc.**																																
	Common Stock		X																			X											
S	**The BISYS Group, Inc.**																																
	Common Stock		X														X					X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name 00008232150
DIANNE FEINSTEIN

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

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

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	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Macrovision Corporation**																																
	Common Stock	X																				X											
S	**URS Corporation**																																
	Common Stock	X															X							X									
S	**Synopsys, Inc.**																																
	Common Stock	X															X						X										
S	**Copart, Inc.**																																
	Common Stock	X															X							X									

Reporting Individual's Name: 00000232151
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: 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: 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	$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	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X						X										
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X							X									
S	**Tiffany & Co.**																																
	Common Stock	X												X			X						X										

Reporting Individual's Name: 00006232152
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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	Asset	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners S, L.P.:**																																
	(1.0% owned by Blum Capital Partners, L.P.)																																
S	**UAP Holdings Corp.**																																
	Common Stock	X																				X											
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes		X													X						X											

Reporting Individual's Name: 00000232153

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners S, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock		X											X								X											
S	**Skillsoft PLC**																																
	Common Stock		X														X					X											
S	**Thomson ISIN**																																
	Common Stock	X																				X											
S	**ITT Educational Services, Inc.**																																
	Common Stock		X																			X											

Reporting Individuals Name 00000232154
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Janus Capital Group, Inc.**																																
	Common Stock		X											X								X											
S	**eResearch Technology, Inc.**																																
	Common Stock		X																			X											
S	**Novell, Inc.**																																
	Common Stock		X														X						X										
S	**Electronics For Imaging, Inc.**																																
	Common Stock		X																			X											
S	**TCF Financial Corp.**																																
	Common Stock		X											X								X											

Reporting Individual's Name: 00000232155
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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	Asset	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Lincare Holdings**																																
	Common Stock		X														X						X										
S	**Pediatrix Medical Group Inc.**																																
	Common Stock		X																			X											
S	**Paxar Corp.**																																
	Common Stock		X																			X											
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock	X															X					X											

Reporting Individual's Name 00000232156
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**The BISYS Group, Inc.**																																
	Common Stock	X															X					X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock	X																				X											
S	**Ross Stores, Inc.**																																
	Common Stock	X												X								X											
S	**URS Corporation**																																
	Common Stock	X															X							X									

Reporting Individual's Name
00000232157
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners S, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X					X											
S	**Copart, Inc.**																																
	Common Stock	X															X						X										
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X					X											
S	**Western Wireless Corp – Class A**																																
	Common Stock	X															X						X										
S	**Tiffany & Co.**																																
	Common Stock	X												X			X						X										

Reporting Individual's Name: 00008232158
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: 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: 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	$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	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Intuit, Inc.**																																
	Common Stock	X															X						X										
S	**MSC Software Corp.**																																
	Common Stock	X															X						X										

Reporting Individual's Name 00000232159

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Stinson Capital Partners A, L.P.:**																																
	(1.0% owned by Blum Capital Partners, L.P.)																																
S	**UAP Holdings Corp.**																																
	Common Stock		X																			X											
S	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock		X											X								X											

Reporting Individual's Name 00000232160
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
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BLOCK B — Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Thomson ISIN**																																
	Common Stock		X																			X											
S	**Athlon Holding**																																
	Common Stock		X																			X											
S	**ITT Educational Services, Inc.**																																
	Common Stock			X																		X											
S	**Janus Capital Group, Inc.**																																
	Common Stock		X											X								X											
S	**eResearch Technology, Inc.**																																
	Common Stock		X																			X											

Reporting Individual's Name 00000232161
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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	**Novell, Inc.**																																
	Common Stock		X														X							X									
S	**Paxar Corp.**																																
	Common Stock		X																			X											
S	**Ross Stores, Inc.**																																
	Common Stock		X											X								X											
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock		X																			X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock		X																			X											

Reporting Individual's Name: 00000232162
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Career Education**																																
	Common Stock		X																			X											
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**Lincare Holdings**																																
	Common Stock		X														X						X										
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X															X						X										

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Block A	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: 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	$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 GP L.L.C. :**																																
	(27.48% owned by Richard C. Blum.)																																
	Blum Strategic Partners L.P.																																
	(1.0% owned by Blum Strategic GP, L.L.C.)																																
S	**CB Richard Ellis Group Inc.**																																
	Common Stock							X									X												X				
S	**PRG Schultz International, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name: [redacted]

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Blum Strategic GP L.L.C. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X									X							
S	**URS Corp.**																																
	Common Stock	X															X												X				
S	**Pegasus Solutions, Inc.**																																
	Common Stock		X														X					X											

Reporting Individual's Name 00000232165

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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	$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 L.L.C. :**																																
	(25.22% owned by Richard C. Blum)																																
	(.47% owned by Blum Capital Partners, L.P.)																																
	Blum Strategic Partners L.P.																																
	(3.69% owned by Blum Strategic Equity, L.L.C.)																																
S	**CB Richard Ellis Group Inc.**																																
	Common Stock								X								X													X			
S	**PRG Schultz International, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name: 00000232166
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Block A	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X									X							
S	**URS Corp.**																																
	Common Stock	X															X											X					
S	**Pegasus Solutions, Inc.**																																
	Common Stock			X													X						X										

Reporting Individual's Name: 00000232167
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*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. :**																																
	(27.48% owned by Richard C. Blum)																																
	Blum Strategic Partners II L.L.C. :																																
	(1.89% owned by Blum Strategic GP II, L.L.C.)																																
	Blum Strategic Partners II GmbH KG Co:																																
	(1.0% owned by Blum Strategic GP II, L.L.C.)																																
S	**CB Richard Ellis Group, Inc.**																																
	Common Stock								X								X												X				

Reporting Individual's Name: 232168

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Kinetic Concepts, Inc.**																																
	Common Stock			X																		X											
S	**PRG Schultz International, Inc.**																																
	Common Stock, Notes & Loans					X										X									X								
S	**Skillsoft PLC**																																
	Common Stock				X												X					X											
S	**ITT Educational Services, Inc.**																																
	Common Stock							X														X											
S	**Janus Capital Group, Inc.**																																
	Common Stock							X						X										X									

Reporting Individual's Name

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**TCF Financial Corporation**																																
	Common Stock					X								X											X								
S	**eResearch Technology, Inc.**																																
	Common Stock					X																X											
S	**Lincare Holdings**																																
	Common Stock					X											X										X						
S	**Novell, Inc.**																																
	Common Stock				X												X									X							
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock			X																		X											

Reporting Individual's Name: 00032170

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Pegasus Solutions, Inc.**																																
	Common Stock			X													X					X											
S	**The BISYS Group, Inc.**																																
	Common Stock			X													X					X											
S	**Synopsys, Inc.**																																
	Common Stock	X															X									X							
S	**Copart, Inc.**																																
	Common Stock	X															X											X					
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X										X						

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X										X						
S	**Tiffany & Co.**																																
	Common Stock	X												X			X										X						

Reporting Individual's Name 00000232172

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Block A	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Blum Strategic Equity II L.L.C. :**																																
	(7.53% owned by Richard C. Blum)																																
	Blum Strategic Partners II L.L.C. :																																
	(1.77% owned by Blum Strategic GP, L.L.C.)																																
S	**CB Richard Ellis Group, Inc.**																																
	Common Stock							X									X											X				

Reporting Individual's Name: 2 3 2 1 7 3

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, Example: DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Kinetic Concepts, Inc.**																																
	Common Stock		X																			X											
S	**PRG Schultz International, Inc.**																																
	Common Stock, Notes & Loan			X												X							X										
S	**Skillsoft PLC**																																
	Common Stock			X													X					X											
S	**ITT Educational Services, Inc.**																																
	Common Stock					X																X											
S	**Janus Capital Group, Inc.**																																
	Common Stock					X								X									X										

Reporting Individual: 00232174

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Asset	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**TCF Financial Corporation**																																
	Common Stock			X										X										X									
S	**eResearch Technology, Inc.**																																
	Common Stock			X																		X											
S	**Lincare Holdings**																																
	Common Stock			X													X								X								
S	**Novell, Inc.**																																
	Common Stock			X													X								X								
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock			X																		X											

Reporting Individual's Name 00000032175

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Pegasus Solutions, Inc.**																																
	Common Stock		X														X					X											
S	**The BISYS Group, Inc.**																																
	Common Stock		X														X					X											
S	**Synopsys, Inc.**																																
	Common Stock	X															X							X									
S	**Copart, Inc.**																																
	Common Stock	X															X										X						
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X									X							

Reporting Individual's Name: 00000232176
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X									X							
S	**Tiffany & Co.**																																
	Common Stock	X												X			X								X								

Reporting Individual's Name: 232177
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: 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: 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	$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 GP III L.L.C. :**																																
	(22.57% owned by Richard C. Blum)																																
	Blum Strategic Partners III L.P. :																																
	(1.0% owned by Blum Strategic GP III, L.L.C.)																																
S	**UAP Holdings Corp.**			X																		X											
	Common Stock																																
S	**Nu Skin Enterprises**				X									X									X										
	Common Stock																																

Reporting Individual's Name: 00000252178

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	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: 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	$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	**Thomson ISIN**																																
	Common Stock				X																	X											
S	**Athlon Holding**																																
	Common Stock			X																		X											
S	**ITT Educational Services, Inc.**																																
	Common Stock					X																X											
S	**Novell, Inc.**																																
	Common Stock				X												X									X							
S	**Paxar Corp.**																																
	Common Stock				X																	X											

Reporting Individual's Name 00000032179

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Janus Capital Group, Inc.**																																
	Common Stock				X									X								X											
S	**Macrovision Corporation**																																
	Common Stock				X																	X											
S	**Career Education**																																
	Common Stock				X																	X											
S	**Lincare Holdings**																																
	Common Stock			X													X									X							
S	**Ross Stores, Inc.**																																
	Common Stock			X										X								X											

Reporting Individual's Name

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Block A	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) *Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock			X																		X											
S	**eResearch Technology, Inc.**																																
	Common Stock			X																		X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock			X																		X											
S	**ABX Air, Inc.**																																
	Common Stock	X														X						X											
S	**Avaya Inc.**																																
	Common Stock	X														X							X										

Reporting Individual's Name 252181

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Asset	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock				X									X										X									

Reporting Individual's Name: 00000232182
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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: IBM Corp. (stock)				X									X							Example		X										Example
S, DC, or J — Example: (S) Keystone Fund					X										X		X			Example	X											Example
S — **Blum Strategic Equity III L.L.C. :**																																
(15.0% owned by Richard C. Blum)																																
Blum Strategic Partners III L.P. :																																
(3.1% owned by Blum Strategic Equity III, L.L.C.)																																
S — **UAP Holdings Corp.**																																
Common Stock			X																		X											
S — **Nu Skin Enterprises**																																
Common Stock					X								X									X										

Reporting Individual's Name: 252185

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Thomson ISIN**																																
	Common Stock					X																X											
S	**Athlon Holding**																																
	Common Stock				X																	X											
S	**ITT Educational Services, Inc.**																																
	Common Stock						X															X											
S	**Novell, Inc.**																																
	Common Stock					X											X									X							
S	**Paxar Corp.**																																
	Common Stock					X																X											

Reporting Individual's Name: 232184

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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.

	Asset	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	**Janus Capital Group, Inc.**																																
	Common Stock					X								X								X											
S	**Macrovision Corporation**																																
	Common Stock					X																X											
S	**Career Education**																																
	Common Stock					X																X											
S	**Lincare Holdings**																																
	Common Stock			X										X												X							
S	**Ross Stores, Inc.**																																
	Common Stock			X										X								X											

Reporting Individual's Name 00000252135

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Asset	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock				X																	X											
S	**eResearch Technology, Inc.**																																
	Common Stock				X																	X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock				X																	X											
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X												X									X										

Reporting Individual's Name
DIANNE FEINSTEIN

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

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	Block A	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock					X								X											X								

Reporting Individual's Name: 152187

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C.)

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: 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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Saddlepoint Partners GP, L.L.C.:**																																
	(99% owned by Blum Capital Partners, L.P.)																																
	Saddlepoint Partners, L.P.																																
	(.1135% owned by Saddlepoint GP, L.L.C.)																																
	Saddlepoint Partners (Cayman), L.P.																																
	(.09728% owned by Saddlepoint GP, L.L.C.)																																
	Saddlepoint Holdings (Offshore), L.P.																																
	(.9787% owned by Saddlepoint GP, L.L.C.)																																

Reporting Individual's Name 00000232188
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Asset	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: 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	$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	**Boston Scientific Corp.**																																
	Common Stock	X																				X											
S	**UAP Holdings Corp**																																
	Common Stock	X																				X											
S	**Nu Ski Enterprises**																																
	Common Stock	X												X								X											
S	**Thomson ISIN**																																
	Common Stock	X																				X											
S	**Montpelier re: Holdings Ltd.**																																
	Common Stock	X												X								X											

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Athlon Holding**																																
	Common Stock	X																				X											
S	**Johnson & Johnson Call 01/2007**																																
	Option	X																				X											
S	**First Data Call 01/2007**																																
	Option	X																				X											
S	**Wal-Mart Call 01/2007**																																
	Option	X																				X											
S	**Lincare Holdings PUTS 01/07**																																
	Option	X																				X											

Reporting Individual's Name: 00000232190

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Boston Scientific Corp 01/2007**																																
	Option	X																				X											
S	**ITT Educational Service, Inc.**																																
	Common Stock	X																				X											
S	**Harley-Davidson Inc.**																																
	Common Stock	X																				X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock	X																				X											
S	**Career Education**																																
	Common Stock	X																				X											

Reporting Individual's Name 00032191

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Block A	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Paxar Corp.**																																
	Common Stock	X																				X											
S	**Janus Capital Group, Inc.**																																
	Common Stock	X																				X											
S	**Macrovision Corporation**																																
	Common Stock	X																				X											
S	**eResearch Technology, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name: 00000232192
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Saddlepoint Equity, L.L.C.:**																																
	(15.575% owned by Blum Family Partners, L.P.)																																
	Saddlepoint Partners, L.P.																																
	(35.746% owned by Saddlepoint Equity, L.L.C.)																																
	Saddlepoint Partners (Cayman), L.P.																																
	(88.03% owned by Saddlepoint Partners, L.P.)																																

Reporting Individual's Name: 10000252195

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Equity L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Boston Scientific Corp.**																																
	Common Stock					X																X											
S	**UAP Holdings Corp**																																
	Common Stock				X																	X											
S	**Nu Skin Enterprises**																																
	Common Stock					X								X								X											
S	**Thomson ISIN**																																
	Common Stock			X																													
S	**Montpelier re: Holdings Ltd.**																																
	Common Stock			X										X								X											

Reporting Individual's Name 00032194

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Equity L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Asset	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Athlon Holding**																																
	Common Stock		X																			X											
S	**Johnson & Johnson Call 01/2007**																																
	Option			X																		X											
S	**First Data Call 01/2007**																																
	Option			X																		X											
S	**Wal-Mart Call 01/2007**																																
	Option			X																		X											
S	**Lincare Holdings PUTS 01/07**																																
	Option	X																				X											

Reporting Individual's Name: 232195

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Equity L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Boston Scientific Corp 01/2007**																																
	Option	X																				X											
S	**ITT Educational Service, Inc.**																																
	Common Stock					X																X											
S	**Harley-Davidson Inc.**																																
	Common Stock					X																X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock				X																	X											
S	**Career Education**																																
	Common Stock				X																	X											

Reporting Individual's Name: 00000232196

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Equity L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	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: 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	$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	**Paxar Corp.**																																
	Common Stock			X																		X											
S	**Janus Capital Group, Inc.**																																
	Common Stock			X																		X											
S	**Macrovision Corporation**																																
	Common Stock			X																		X											
S	**eResearch Technology, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name 00000232197
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**RCBA KCI Capital Partners, L.P.:**																																
	(1.28% owned by Blum Capital Partners, L.P.)																																
	(.82% owned by Richard C. Blum)																																
	(.11% owned by Richard C. Blum Keogh)																																
	(.20% owned by Blum Family Partners, L.P.)																																
S	**Kinetic Concepts, Inc.**																																
	Common Stock								X													X											

Reporting Individual's Name

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through RCBA KCI Managers L.L.C.)

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 — **RCBA - KCI Managers, L.L.C.:**																																
San Francisco, CA																																
(43.7% owned by Richard C. Blum)																																
S — **Kinetic Concepts, Inc.**																																
Common Stock							X														X											

Reporting Individual's Name: DIANNE FEINSTEIN

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

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.

	Block A	Block B: 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: 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	$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 Family Partners, L.P.:**																																
	(100% owned by Richard C. Blum)																																
S	**RAE Systems, Inc.**																																
	Common Stock								X													X											
S	**Northwest Airlines Corporation**																																
	Common Stock	X															X					X											

Reporting Individual's Name: 3232200
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

Block A		Block B: 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: 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Blum Family NWA Investors, L.P.:**																																
	San Francisco, CA																																
S	**Northwest Airlines Corporation**																																
	St. Paul, MN																																
	Common Stock	X															X					X											

Reporting Individual's Name: 00060232201
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**URS Corporation**																																
	Common Stock						X															X											
S	**Global Crossing Holdings, Ltd.**																																
	Common Stock	X																				X											
S	**Glenborough Realty Trust, Inc.**																																
	Common Stock & Stock Option					X																X											
S	**Intuitive Surgical, Inc.**																																
	Common Stock	X																				X											
S	**NeoSpire, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name 00000232202
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**CB Richard Ellis Group, Inc.**																																
	Common Stock			X																		X											

Reporting Individual's Name
0000023220 3
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: 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: 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	$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
M	**Bertram Feinstein Trust**																																
	(Dianne Feinstein is primary beneficiary)									X				X	X	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.

Reporting Individual's Name
00000232204
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	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: 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	$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*
Example: S, DC, or J	*Undeveloped land, Dubuque, Iowa*					X															*Example*	X											*Example*
M	**Richard C. Blum Marital Trust of 1994**																																
	(Dianne Feinstein is primary beneficiary)																																
	Independence Inv. Growth Income Fund			X														X								X							
	Brandies International Equity Fund			X														X								X							
	Wellington Mid Cap Growth Fund			X														X									X						
	Frontier Capital Appreciation			X														X									X						
	Independence Inv. Short Term Bond Fund			X														X							X								
	Franklin Small – Mid Cap Growth			X														X								X							

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

Reporting Individual's Name
00080232205
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

S, DC, or J	BLOCK A	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: 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	$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:	*JP Computer, Wash DC*				X									X							*Example*		X										*Example*
Example:	*Undeveloped land, Dubuque, Iowa*					X															*Example*	X											*Example*
	Dreyfus Developing Leader			X														X								X							
	Jennison Portfolio Fund			X														X									X						
	Prudential Value			X														X									X						
	Prudential Diversified Bond			X														X									X						

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

Reporting Individual's Name

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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:	*JP Computer, Wash DC*				X									X							*Example*		X										*Example*
	Undeveloped land, Dubuque, Iowa					X															*Example*	X											*Example*
M	**Richard C. Blum Marital Trust of 1996**																																
	(Dianne Feinstein is primary beneficiary)																																
	Independence Inv. Growth Income Fund			X														X															
	Brandies International Equity Fund			X														X															
	Wellington Mid Cap Growth Fund			X														X															
	Independence Inv. Short Term Bond Fund			X														X															
	Frontier Capital Appreciation			X														X															

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

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

Reporting Individual's Name: 00000232287

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	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: 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	$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				X												X						
J	**Bank of America**																																
	San Francisco, CA																																
	Deposit Account		X													X								X									
J	**First Republic Bank**																																
	San Francisco, CA																																
	Deposit Account			X												X								X									

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

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

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Princeville, Kauai – Hawaii**																																
	Condominium									X					X												X						
J	**Tahoe Tavern**																																
	Tahoe City																																
	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.

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.)

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.

	Block A	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: 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	$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
	Undeveloped land, Dubuque, Iowa					X															Example	X											Example
S	**Blum Capital Partners, L.P.**																																
	San Francisco, CA																																
S	**BK Capital Partners IV, L.P.**																																
	San Francisco, CA																																
	(See pages 9-15 for publicly traded assets)																																
	(See page 116 for non publicly traded assets)																																
S	**Blum Strategic GP (Cayman), L.P.**																																
	San Francisco, CA	X														X									X							

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

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

Reporting Individual's Name: 00000232219

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	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: 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	$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	**RCBA Newbridge LAF, L.L.C.**																																
	San Francisco, CA							X						X		X	X									X							
S	**ChrysCap I, L.L.C.**																																
	Port Louis, Mauritius	X														X	X												X				
S	**Stinson Capital Partners, L.P.**																																
	San Francisco, CA																																
	(See pages 16-22 for publicly traded assets)																																

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

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

Reporting Individual's Name

DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
Example: S, DC, or J	JP Computer, Wash DC				X									X							Example		X										Example
	Undeveloped land, Dubuque, Iowa					X															Example	X											Example
S	**Stinson Capital Partners II, L.P.**																																
	San Francisco, CA																																
	(See pages 44-49 for publicly traded assets)																																
	(See page 117 for non publicly traded assets)																																
S	**Stinson Capital Partners D, L.P.**																																
	San Francisco, CA																																
	(See pages 30-36 for publicly traded assets)																																
S	**PB Capital Partners, L.P.**																																
	San Francisco, CA (See page 8 for publicly traded assets)																																

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

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

Reporting Individual's Name: [illegible] 252211

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Stinson Capital Partners M, L.P.**																																
	San Francisco, CA																																
	(See pages 37-43 for publicly traded assets)																																
S	**Stinson Capital Partners QP, L.P.**																																
	San Francisco, CA																																
	(See pages 23-29 for publicly traded assets)																																
S	**RCBA – KCI Capital Partners, L.P.**																																
	San Francisco, CA																																
	(See page 95 for publicly traded assets)																																

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

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

Reporting Individual's Name: 00006232213

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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
Example: S, DC, or J	Undeveloped land, Dubuque, Iowa					X															Example	X											Example
S	**Blum G.C. L.P.**																																
	San Francisco, CA																																
	(See page 121 for non publicly traded assets)																																
S	**Blum Strategic GP, L.L.C.**																																
	San Francisco, CA																																
	(See pages 61-62 for publicly traded assets)																																
	(See page 119 for non-publicly traded assets)																																

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

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

Reporting Individual's Name: 00000232214
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: 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: 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	$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, L.L.C.**																																
	San Francisco, CA																																
	(See pages 63-64 for publicly traded assets)																																
	(See page 120 for non-publicly traded assets)																																
S	**Blum GA, L.L.C.**																																
	San Francisco, CA																																
	(See pages 127-128 for non-publicly traded assets)																																

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

Reporting Individual's Name: 00000232215
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	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:	JP Computer, Wash DC				x									x							Example		x										Example
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		X	X								X								
S	**Latam GP, L.P.**																																
	Fort Worth, TX			X										X		X	X								X								
S	**Tarrant Venture Partners, L.P.**																																
	Fort Worth, TX			X												X						X											

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

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

Reporting Individual's Name: 00000023221E
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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:	*JP Computer, Wash DC*				X									X							*Example*		X										*Example*
Example:	*Undeveloped land, Dubuque, Iowa*					X															*Example*	X											*Example*
S	**Blum (K*Tec) Co. Investment Partners, L.P.**																																
	San Francisco, CA	X																				X											
S	**TPG Associates IV, L.P.**																																
	Fort Worth, TX							X						X		X	X										X						
S	**RCBA LAF Equity Partners, L.L.C.**																																
	San Francisco, CA						X							X		X	X											X					
S	**Blum GA III Equity Partners, L.L.C.**																																
	San Francisco, CA																																
	(See page 123 for non publicly traded assets)																																

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

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

Reporting Individual's Name: 00032217
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	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: 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	$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 GA III, L.L.C.**																																
	San Francisco, CA																																
	(See page 122 for non publicly traded assets)																																
S	**Stinson Capital Partners A, L.P.**																																
	San Francisco, CA																																
	(See pages 57-60 for publicly traded assets)																																
S	**Stinson Capital Partners S, L.P.**																																
	San Francisco, CA																																
	(See page 50-56 for publicly traded assets)																																

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

Reporting Individual's Name: DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Richard C. Blum & Associates, Inc.**																																
	San Francisco, CA																																
S	**FWHY-88 Investors, L.P.**																																
	Fort Worth, TX		X											X		X	X					X											

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

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

Reporting Individual's Name: 00000232219

DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**BK Capital Partners IV, L.P.**																																
	San Francisco, CA																																
	(1.94% owned by Blum Capital Partners, L.P.)																																
S	**RCBA – KCI Partners, L.P.**																																
	San Francisco, CA				X																	X											

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

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

Reporting Individual's Name 00000232220
DIANNE FEINSTEIN

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

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.

	BLOCK A	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: 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	$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	**Stinson Capital Partners II, L.P.**																																
	San Francisco, CA																																
	(.14% owned by Blum Capital Partners, L.P.)																																
S	**Blum Strategic Partners, 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.

Reporting Individual's Name 00000232221

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 Partners II, L.P.**																																
	San Francisco, CA			X										X		X	X									X							
S	**Blum Strategic Partners III, L.P.**																																
	San Francisco, CA		X											X		X	X					X											
S	**Blum Strategic KFB, L.P.**																																
	San Francisco, CA	X															X						X										

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

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

Reporting Individual's Name: 00006023222 2
DIANNE FEINSTEIN

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

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.

	Block A	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: 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	$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 GP, L.L.C.**																																
	San Francisco, CA																																
	(27.48% owned by Richard Blum)																																
	(Blum Strategic GP L.L.C. owns 1.0%of Blum Strategic Partners, L.P.																																
S	**Thayer – Blum Funding III, L.L.C.**																																
	Washington, D.C.			X																		X											

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

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

Reporting Individual's Name: 000002232223
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	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: 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	$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*
S, DC, or J (Example)	*Undeveloped land, Dubuque, Iowa*					x															*Example*	x											*Example*
S	**Blum Strategic Equity, L.L.C.**																																
	San Francisco, CA																																
	(25.22% owned by Richard C. Blum)																																
	(.47 owned by Blum Capital Partners, L.P.)																																
	(Blum Strategic Equity L.L.C. owned 3.69% of Blum Strategic Partners III, L.P.																																
S	**Thayer – Blum Funding III, L.L.C.**				X																	X											
	Washington, D.C.																																
S	**RCBA Strategic KFB, L.P.**																																
	San Francisco, CA	X															X												X				

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

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

Reporting Individual's Name

DIANNE FEINSTEIN

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

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.

	Block A	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: 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	$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 GC, L.P.**																																
	San Francisco, CA																																
	(99% owned by Blum Capital Partners, L.P.)																																
	(1% owned by Blum Investment Partners, L.P.)																																
S	**Newbridge Genpar Partners, L.P.**																																
	Fort Worth, TX					X										X						X											
S	**Golden BCP, Inc.**																																
	Fort Worth, TX		X																			X											

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

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

Reporting Individual's Name: 00000232223

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "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.

	Block A	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: 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	$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 GA III, L.L.C.**																																
	San Francisco, CA																																
	(99% owned by Blum Capital Partners, L.P.)																																
	(1% owned by Blum Investment Partners, L.P.)																																
S	**Newbridge Asia Genpar III, L.P.**																																
	Fort Worth, TX							X						X		X	X					X											
S	**Newbridge Advisors, 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.

Reporting Individual's Name: 88888232226
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
Example: 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, L.P.)																																
	(1% owned by Blum Investment Partners, L.P.)																																
S	**Newbridge Equity Asia III, L.P.**																																
	Fort Worth, TX								X					X		X	X					X											

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

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

Reporting Individual's Name: 32227
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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*
	Undeveloped land, Dubuque, Iowa					X															*Example*	X											*Example*
S	**Blum Investment Partners, Inc.**																																
	San Francisco, CA																																
	(100% owned by Richard C. Blum)																																
S	**Blum GA, L.L.C.**																																
	San Francisco, CA																																
	(See pages 127-128 for non publicly traded assets)																																
S	**Blum GC, L.L.C.**																																
	San Francisco, CA																																
	(See page 121 for non publicly traded assets)																																

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

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

Reporting Individual's Name
DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J	Example: JP Computer, Wash DC				X									X							Example		X										Example
	Example: Undeveloped land, Dubuque, Iowa					X															Example	X											Example
S	**Blum GA III Equity Partners, L.L.C.**																																
	San Francisco, CA																																
	(See page 123 for non publicly traded assets)																																
S	**Blum GA III, L.L.C.**																																
	San Francisco, CA																																
	(See page 122 for non publicly traded assets)																																
S	**BCP AMTH, L.P.**																																
	San Francisco, CA																																
	(1.0% owned through Blum Investment Partners, Inc.)																																

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

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

Reporting Individual's Name 252229

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: 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: 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	$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	**Rattlesnake Funding, L.L.C.**																																
	San Francisco, CA																																
	(1.0% owned through Blum Investment Partners, Inc.)		X													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.

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 GA, L.L.C.**																																
	San Francisco, CA																																
	(99% owned by Blum Capital Partners, L.P.)																																
	(1% owned by Blum Investment, Inc.)																																
S	**Newbridge Asia II, L.P.**																																
	Fort Worth, TX							X						X		X	X												X				
S	**Newbridge Asia Advisors, Inc.**																																
	Fort Worth, TX	X																				X											

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

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

Reporting Individual's Name: 32231

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	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: 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	$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	**Newbridge Asia GenPar II, L.P.**																																
	Fort Worth, TX				X									X		X	X					X											
S	**Newbridge Genpar Advisors, L.P.**																																
	Fort Worth, TX				X											X	X													X			
S	**Newbridge Capital, 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.

Reporting Individual's Name 00006232231

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

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.

	Block A	Block B: 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: 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	$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																																
	(7.53% owned by Richard C. Blum)																																
	(Blum Strategic Equity II, L.L.C. owned 1.77% of Blum Strategic Partners, II, L.P.																																
S	**Current Media, L.L.C**																																
	(Formerly INdTV Holdings, L.L.C.)																																
	San Francisco, CA			X												X						X											

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

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

Reporting Individual's Name 00000232235

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

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.

	Block A	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: 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	$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 GP II, L.L.C.**																																
	San Francisco, CA																																
	(27.48% owned by Richard C. Blum)																																
	(Blum Strategic GP II, L.L.C. owned 1.89% of Blum Strategic Partners, II, L.P.																																
	(Blum Strategic GP II, L.L.C. owned 1.0% of Blum Strategic Partners II GmbH & Co.)																																
S	**Current Media, L.L.C.** (Formerly INdTV Holdings, L.L.C.)				X											X						X											
	San Francisco, CA																																
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.

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.)

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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 GP III, L.L.C.**																																
	San Francisco, CA																																
	(22.57% owned by Richard C. Blum)																																
	Blum Strategic Partners III, L.P.																																
	(1% owned by Blum Strategic GP III, L.L.C.)																																
S	**Axispointe, Inc.**																																
	Preferred Stock		X																			X											

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

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

Reporting Individual's Name: [illegible]

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 III, L.L.C.**																																
	San Francisco, CA																																
	(15.0% owned by Richard C. Blum)																																
	Blum Strategic Partners III, L.P.																																
	(3.1% owned by Blum Strategic Equity III, L.L.C.)																																
S	**Axispointe, Inc.**																																
	Preferred Stock			X																		X											

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

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

Reporting Individual's Name: 00032236
DIANNE FEINSTEIN

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

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.

	Block A	Block B: 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: 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	$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 Family Partners, L.P.:**																																
	San Francisco, CA																																
S	**Thayer Hotel Investments III, L.L.C.**																																
	Annapolis, MD						X															X											
S	**AEOW 2000 L.P.**																																
	San Francisco, CA				X									X		X	X									X							
S	**RCBA-KCI Capital Partners, L.P.**																																
	San Francisco, CA																																
	(See page 95 for publicly traded asset)																																

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

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

Reporting Individual's Name

DIANNE FEINSTEIN

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

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.

	Block A	Block B: 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: 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	$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	**BCP AMTH, L.P.**																																
	San Francisco, CA					X								X		X	X					X											
S	**Social Enterprise, Inc.**																																
	Sausalito, CA	X																				X											
S	**ValueAct Capital Partners, L.P.**																																
	San Francisco, CA		X																			X											
S	**Francisco Partners, L.P.**																																
	San Francisco, CA					X								X		X	X										X						

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

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

Reporting Individual's Name 22222232232

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

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.

	Identity of Non-Publicly Traded Assets and Unearned Income Sources	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	**Stinson Capital Partners QP, L.P.**																																
	San Francisco, CA																																
	(See pages 23-29 for publicly traded assets)																																
S	**Central Station Land, L.L.C.**																																
	Emeryville, CA			X																		X											
S	**Stinson Capital Partners, L.P.**																																
	San Francisco, CA																																
	(See pages 16-22 for publicly traded assets)																																

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

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

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**ChrysCap II, L.L.C.**																																
	Port Louis, Mauritius						X							X		X	X												X				
S	**Astar Cargo Holdings**																																
	Miami, FL								X					X			X													X			
S	**NB Hanaro Partners, L.P.**																																
	Fort Worth, TX							X														X											
S	**NB Hanaro Partners II, 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.

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))

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.

	Block A	Block B: 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: 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	$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	**KFB Newbridge GenPar, L.P.**																																
	Fort Worth, TX	X														X	X													X			
S	**Consortium on Reading Excellence**																																
	Berkeley, CA				X																	X											
S	**Strange Collective**																																
	San Francisco, CA				X																	X											
S	**Second City Capital, L.P.**																																
	Vancouver, B.C.					X								X		X	X												X				

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

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

Reporting Individual's Name
0000023224
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: 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: 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	$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	**TPG Associates IV, L.P.**																																
	Fort Worth, TX							X						X		X	X									X							
S	**Strategic Recovery Fund**																																
	London, UK					X																X											
S	**Blum Holdings Spokane, L.P.**																																
	San Francisco, CA								X						X							X											
S	**OZ Fitness**																																
	Spokane, WA								X													X											

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

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

Reporting Individual's Name: [redacted]

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

Block A	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				X									X							Example		X										Example
Example: Undeveloped land, Dubuque, Iowa					X															Example	X											Example
S **BBA Foresight L.L.C.**																																
Tucson, AZ								X													X											
S **Bill Press Partners, L.L.C.**																																
Washington, D.C.			X																		X											
S **Saddlepoint Equity, L.L.C.**																																
San Francisco, CA																																
(See pages 90-97 for publicly traded assets)																																
S **Long Bar Argentina, L.L.C.**																																
Phoenix, AZ								X													X											

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

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

Reporting Individual's Name
DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**CBRE Realty Finance, Inc.**																																
	Hartford, CT								X													X											
S	**CB Richard Ellis Partners U.S. IV, L.L.C.**																																
	Los Angeles, CA			X										X								X											
S	**Laurel Inn Associates, L.L.C.**																																
	San Francisco, CA								X						X												X						

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

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

Reporting Individual's Name

DIANNE FEINSTEIN

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

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.

	Block A	Block B: 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: 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	$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	**Peachtree Cable Holdings, Ltd.**																																
	Fort Worth, TX																																
	(.001% owned by Richard C. Blum)	X												X		X	X					X											
S	**Peachtree Cable Associates, Ltd.**																																
	Fort Worth, TX																																
	(.001% owned by Richard C. Blum)	X												X		X	X					X											
S	**Schwab Institutional**																																
	Schwab Money Market Fund	X																				X											

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

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

Reporting Individual's Name: 00000232249
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	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															Exemple	X											Example
S	**Blum Strategic Advisors, L.L.C.**																																
	San Francisco, CA	X																				X											
S	**Blum Strategic Advisors II, L.L.C.**																																
	San Francisco, CA	X																				X											
S	**Blum Strategic Advisors III, 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.

Reporting Individual's Name
00000232246
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Lake Merced**																																
	San Francisco, CA																																
	Condominium						X								X							X											
S	**LAF Management, Inc.**																																
	Fort Worth, TX	X																				X											
S	**Credit Suisse Large Cap Value Fund**																																
	San Francisco, CA					X												X									X						

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

Reporting Individual's Name: 00000232247
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Newbridge KFB Co. Investment**																																
	San Francisco, CA	X																				X											
S	**Loeb Investors LXIV**																																
	New York, NY	X																				X											
S	**Escrow Partners, Inc.**																																
	Laguna Niguel, CA			X										X		X						X											
S	**Bank of America**																																
	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.

Reporting Individual's Name: 00000232248

DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Bank of America**																																
	Deposit Account																																
	San Francisco, CA								X							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.

Reporting Individual's Name: 00032249

DIANNE FEINSTEIN

PART V. GIFTS

Report the source, brief description and value of all gifts aggregating more than $285 in value received by you, your spouse, or your dependent child, (See p.3 CONTENTS OF REPORTS Part B of Instructions), from each source. Gifts with a value of $114 or less need not be aggregated towards the disclosure threshold. "Gift" is defined in the Instructions.

Exclude: (1) Bequests and other forms of inheritance; (2) Political campaign contributions; (3) Communications to your offices including subscriptions to newspapers and periodicals; (4) Consumable products provided by home state businesses to your offices, if those products are intended for consumption by persons other than yourself; (5) Gifts received prior to your Federal employment; (6) Gifts to your spouse or dependent child totally independent of his or her relationship to you; (7) Gifts from relatives; (8) Personal hospitality of any individual (see instructions); (9) meals and beverages unless consumed in connection with a gift of overnight lodging; and (10) Food, lodging, transportation, and entertainment provided by a foreign government within a foreign country, or by federal, state, D.C., or local governments.

	Name of Income Source	Address of Source	Dates and Brief Description	Gift Value
Example:	*Mr. John Q. Smith*	*Anytown, VA* *Example*	*August 12, 200X, Silver platter - Ethics Committee waiver granted*	*$400*
1	Marlene & Fred Malek	Washington, DC	January 20, 2005	
			Jay Strongwater Frame	$900.00
			Ethics Committee waiver granted	
2	Mr. Howard Margueleas	Incline Village, Nevada	January 6, 2005	
			Framed Photograph	$395.00
			Ethics Committee waiver granted	
	Please see attached waiver			

Note: The Senate Gift Rule prohibits most gifts in excess of $49.99.

GEORGE V. VOINOVICH, OHIO, CHAIRMAN
TIM JOHNSON, SOUTH DAKOTA, VICE CHAIRMAN

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CRAIG THOMAS, WYOMING

DANIEL AKAKA, HAWAII
MARK PRYOR, ARKANSAS

ROBERT L. WALKER, CHIEF COUNSEL AND STAFF DIRECTOR
ANNETTE M. GILLIS, CHIEF CLERK

TELEPHONE: (202) 224-2981
FACSIMILE: (202) 224-7416

United States Senate

SELECT COMMITTEE ON ETHICS

HART SENATE OFFICE BUILDING, ROOM 220
SECOND AND CONSTITUTION AVENUE, NE
WASHINGTON, DC 20510-6425

January 28, 2005

The Honorable Dianne Feinstein
United States Senate
Washington, D.C. 20510

Dear Senator Feinstein:

This responds to your January 25, 2005, letter regarding a gift given to you by Marlene and Fred Malek. Specifically, you inform the Committee that you received a Jay Strongwater frame valued at $900. You represent to the Committee that the Maleks are close family friends of long-standing and that they are not registered lobbyists and have not discussed any business pending before the Senate with you. You further represent that the gift was purchased with the Malek's personal funds. You ask the Committee whether you may accept the gift under Senate Rule 35.

Senate Rule 35, prohibits a Member, officer, or employee of the Senate from receiving any gift of a value of $50 or more, or gifts from one source (of $10 or more) that aggregate $100 or more during a calendar year. Paragraph 1(c)(1) of Senate Rule 35 provides that this rule does not apply to anything for which a Member, officer, or employee pays fair market value, or does not use and promptly returns.

Paragraph 1(c)(4)(A) of Senate Rule 35 also provides that the restrictions of the Gifts Rule will not apply to anything provided by an individual on the basis of a personal friendship unless the Member, officer, or employee has reason to believe that, under the circumstances, the gift was provided because of the official position of the Member, officer, or employee and not because of personal friendship.

Section 1(e) of the Gifts Rule further provides that a gift with a value in excess of $250 made on the basis of personal friendship may not be accepted under subparagraph 1(c)(4) of the Rule unless the Committee issues a written determination that the personal friendship exception applies.

From the information that you have provided, it appears that the Maleks are longstanding close personal friends of both you and your husband, and thus, there is a basis to conclude that the gift was based on personal friendship as contemplated by the Gifts Rule. Therefore, the Committee has made a determination that the personal friendship exception provision of the Senate Gifts Rule (*see* above) applies to this situation. As you acknowledge in your letter to the Committee, it will be necessary for you to report the gift on your Financial Disclosure Report covering the calendar year in which it was received.

Thank you for bringing this matter to the attention of the Committee. If you have any additional questions, please do not hesitate to contact the Committee.

Sincerely,

Robert L. Walker
Chief Counsel and Staff Director

0000023250

GEORGE V. VOINOVICH, OHIO, CHAIRMAN
TIM JOHNSON, SOUTH DAKOTA, VICE CHAIRMAN

PAT ROBERTS, KANSAS
CRAIG THOMAS, WYOMING

DANIEL AKAKA, HAWAII
MARK PRYOR, ARKANSAS

ROBERT L. WALKER, CHIEF COUNSEL AND STAFF DIRECTOR
ANNETTE M. GILLIS, CHIEF CLERK

TELEPHONE: (202) 224-2981
FACSIMILE: (202) 224-7418

United States Senate

SELECT COMMITTEE ON ETHICS

HART SENATE OFFICE BUILDING, ROOM 220
SECOND AND CONSTITUTION AVENUE, NE
WASHINGTON, DC 20510-6425

February 3, 2005

The Honorable Dianne Feinstein
Office of Senator Feinstein
United States Senate
Washington, D.C. 20510

Dear Senator Feinstein:

This responds to your January 27, 2005, letter to the Committee regarding a gift offered to you and your spouse by your close personal friend Mr. Howard Marguelas. The Committee understands that Mr. Marguelas recently gave you a framed photograph, valued at $395.00.

You advise that you and your spouse have been friends with Mr. Marguelas for more than 45 years and that this friendship preceded your term in office. You further advise that, because of this long-standing friendship, you and your spouse have exchanged other gifts with Mr. Marguelas over the years. The Committee understands that, to the best of your knowledge, Mr. Marguelas has not given framed photographs or similar gifts to any other Members of Congress.

You state that "Mr. Marguelas is a close family friend of long-standing." You further state that "[Mr. Marguelas] is not a registered lobbyist, he did not obtain funds for the gift from some outside source and he has not discussed with me any pending business before the Senate." The Committee further understands that Mr. Marguelas has never lobbied you and that he does not have any matters of legislative interest pending before the Senate, or specifically with your Senate office. Lastly, you advise that Mr. Marguelas personally paid for this gift with his own funds.

You ask whether, under these circumstances, you may accept this gift under the Senate Rules.

Senate Rule 35, prohibits a Member, officer, or employee of the Senate from receiving any gift of a value of $50 or more, or gifts from one source (of $10 or more) that aggregate $100 or more during a calendar year. Paragraph 1(c)(1) of Senate Rule 35 provides that this rule does not apply to anything for which a Member, officer, or employee pays fair market value, or does not use and promptly returns.

0000232251

Paragraph 1(c)(4)(A) of Senate Rule 35 also provides that the restrictions of the Gifts Rule will not apply to anything provided by an individual on the basis of a personal friendship unless the Member, officer, or employee has reason to believe that, under the circumstances, the gift was provided because of the official position of the Member, officer, or employee and not because of personal friendship.

Section 1(e) of the Gifts Rule further provides that a gift with a value in excess of $250 made on the basis of personal friendship may not be accepted under subparagraph 1(c)(4) of the Rule unless the Committee issues a written determination that the personal friendship exception applies.

Based upon the information that you have provided, it appears that Mr. Marguelas's gift of a framed photograph may be considered a gift based upon personal friendship, as contemplated by the Gifts Rule, and not one given to you because of your official position. This particularly appears to be the case because of the longstanding friendship between you and your spouse and Mr. Marguelas, which preceded your term in Congress, the fact that on several other occasions you and Mr. Marguelas have exchanged gifts over the years, and that Mr. Marguelas has not given similar gifts to other Members of Congress. Therefore, under the circumstances, this gift appears to be within the broad class of gifts covered by paragraph 1(c)(4) and it appears that you may accept the gift under the personal friendship exception to the Gifts Rule.

Thank you for brining this matter to the Committee's attention. If you have any further questions, please do not hesitate to contact the Committee.

Sincerely,

Robert L. Walker
Chief Counsel
and Staff Director

0000023225 2

Reporting Individual's Name: 000092 32253

DIANNE FEINSTEIN

PART VII. LIABILITIES
(Liabilities of Dianne Feinstein & Spouse)

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%*	*25 yrs*			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
J	GMAC Mortgage Corp.	San Francisco, CA	Mortgage on rental property														
			Kauai, HI	1987	5.25%	30 yrs				X							
J	First Republic Bank	San Francisco, CA	Line of Credit														
			Carlton Hotel San Francisco, CA	2001	6.85%	10 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.

Reporting Individual's Name
00000232254
DIANNE FEINSTEIN

PART VII. LIABILITIES
(Liabilities of Spouse)

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	Mortgage on Rental Property San Francisco, CA	2001	4.50 10.50	30 yrs					X						
S	Bank of America	San Francisco, CA	Term Loan – Blum Capital Partners, L.P.	2005	5.56 8.25	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. ☐

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GEORGE V. VOINOVICH, OHIO, CHAIRMAN
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DANIEL AKAKA, HAWAII
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ANNETTE M. GILLIS, CHIEF CLERK

TELEPHONE: (202) 224-2981
FACSIMILE: (202) 224-7416

United States Senate

SELECT COMMITTEE ON ETHICS

HART SENATE OFFICE BUILDING, ROOM 220
SECOND AND CONSTITUTION AVENUE, NE
WASHINGTON, DC 20510-6425

February 3, 2005

The Honorable Dianne Feinstein
Office of Senator Feinstein
United States Senate
Washington, D.C. 20510

Dear Senator Feinstein:

This responds to your January 27, 2005, letter to the Committee regarding a gift offered to you and your spouse by your close personal friend Mr. Howard Marguelas. The Committee understands that Mr. Marguelas recently gave you a framed photograph, valued at $395.00.

You advise that you and your spouse have been friends with Mr. Marguelas for more than 45 years and that this friendship preceded your term in office. You further advise that, because of this long-standing friendship, you and your spouse have exchanged other gifts with Mr. Marguelas over the years. The Committee understands that, to the best of your knowledge, Mr. Marguelas has not given framed photographs or similar gifts to any other Members of Congress.

You state that "Mr. Marguelas is a close family friend of long-standing." You further state that "[Mr. Marguelas] is not a registered lobbyist, he did not obtain funds for the gift from some outside source and he has not discussed with me any pending business before the Senate." The Committee further understands that Mr. Marguelas has never lobbied you and that he does not have any matters of legislative interest pending before the Senate, or specifically with your Senate office. Lastly, you advise that Mr. Marguelas personally paid for this gift with his own funds.

You ask whether, under these circumstances, you may accept this gift under the Senate Rules.

Senate Rule 35, prohibits a Member, officer, or employee of the Senate from receiving any gift of a value of $50 or more, or gifts from one source (of $10 or more) that aggregate $100 or more during a calendar year. Paragraph 1(c)(1) of Senate Rule 35 provides that this rule does not apply to anything for which a Member, officer, or employee pays fair market value, or does not use and promptly returns.

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Paragraph 1(c)(4)(A) of Senate Rule 35 also provides that the restrictions of the Gifts Rule will not apply to anything provided by an individual on the basis of a personal friendship unless the Member, officer, or employee has reason to believe that, under the circumstances, the gift was provided because of the official position of the Member, officer, or employee and not because of personal friendship.

Section 1(e) of the Gifts Rule further provides that a gift with a value in excess of $250 made on the basis of personal friendship may not be accepted under subparagraph 1(c)(4) of the Rule unless the Committee issues a written determination that the personal friendship exception applies.

Based upon the information that you have provided, it appears that Mr. Marguelas's gift of a framed photograph may be considered a gift based upon personal friendship, as contemplated by the Gifts Rule, and not one given to you because of your official position. This particularly appears to be the case because of the longstanding friendship between you and your spouse and Mr. Marguelas, which preceded your term in Congress, the fact that on several other occasions you and Mr. Marguelas have exchanged gifts over the years, and that Mr. Marguelas has not given similar gifts to other Members of Congress. Therefore, under the circumstances, this gift appears to be within the broad class of gifts covered by paragraph 1(c)(4) and it appears that you may accept the gift under the personal friendship exception to the Gifts Rule.

Thank you for brining this matter to the Committee's attention. If you have any further questions, please do not hesitate to contact the Committee.

Sincerely,

Robert L. Walker
Chief Counsel
and Staff Director

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Reporting Individual's Name
DIANNE FEINSTEIN 00000230861

PART VII. LIABILITIES
(Liabilities of Dianne Feinstein & Spouse)

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
S, Example: 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
J	GMAC Mortgage Corp.	San Francisco, CA	Mortgage on rental property														
			Kauai, HI	1987	5.25%	30 yrs				X							
J	First Republic Bank	San Francisco, CA	Line of Credit														
			Carlton Hotel San Francisco, CA	2001	6.85%	10 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.

Reporting Individual's Name
DIANNE FEINSTEIN 00000023D852

PART VII. LIABILITIES
(Liabilities of Spouse)

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	Mortgage on Rental Property San Francisco, CA	2001	Variable	30 yrs					X						
S	Bank of America	San Francisco, CA	Term Loan – Blum Capital Partners, L.P.	2005	Variable	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.

RECEIVED.
SECRETARY OF THE SENATE

06 MAY 15 PM 12:57

May 15, 2006

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, 2005, and includes income for the period January 1, 2005 through December 31, 2005. Valuations of assets are presented as of December 31, 2005.

Items Covered

The report covers assets and related income owned by the Senator and her spouse either directly or through a living trust. The report also includes transactions for the period, January 1, 2005 through December 31, 2005, related to the Senator's and her spouse's direct holdings.

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, a deposit account at Bank of America and First Republic Bank, Alliance Government Resources and Dreyfus Treasury Prime Cash. 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 1, 3, 4, 100 through 103 in the report.)

Senator Feinstein and her spouse jointly own condominiums in Princeville, Kauai, Hawaii and Tahoe City, CA, deposit accounts at Bank of America and First Republic Bank. (For details of the Senator's and Mr. Blum's jointly held assets, see pages 104 and 105.

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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 a merchant banking 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 II, L.P., Stinson Capital Partners (QP) L.P., Stinson Capital Partners D, L.P., Stinson Capital Partners M, L.P., Stinson Capital Partners S, L.P., Stinson Capital Partners A, L.P., RCBA-KCI Capital Partners, L.P., RCBA KCI Managers LLC, Stinson Capital Fund (Cayman), Ltd., and PB Capital Partners, L.P.

There are other investment entities that were formed in 1998, 2000 and 2005 that are structured slightly different than the entities noted above. These are Blum Strategic GP, L.L.C., Blum Strategic Equity, L.L.C., Blum Strategic Advisor, 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 managing member of Blum Strategic Equity, L.L.C. that is a limited partner of Blum Strategic Partners, L.P. Blum Strategic KFB, LP and RCBA Strategic KFB, L.P., KFB Newbridge GenPar, LP and Blum Strategic GP (Cayman), L.P. were formed to invest in Korea First Bank through KFB Newbridge Investments, LP. Blum GA III, L.L.C. and Blum GA III Equity Partners, L.L.C. were formed to invest in Newbridge Asia III, L.P. Blum Strategic Advisor, L.L.C. is the investment advisor for Blum Strategic Partners, L.P. BCP L.P. is also the managing member of Blum Strategic Advisor L.L.C. and Blum Strategic Equity L.L.C.

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

During 2005 Blum Capital Partners, L.P. formed a new investment partnership, Saddlepoint Partners (Cayman), L.P. (Saddlepoint). Saddlepoint was formed as a master feeder structure where all the assets are held at Saddlepoint. There are two main investors in Saddlepoint, Sadllepoint Partners, L.P. and Saddlepoint Holdings (Offshore), L.P.. Saddlepoint Partners GP, L.L.C. (GP) is the general partner of both investors. Blum Capital Partners, L.P. is a managing member of Saddlepoint Partners GP, L.L.C.. Mr. Blum holds an investment in Saddlepoint Partners, L.P. through Saddlepoint Equity, L.L.C.

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

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

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

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

FWHY-88 Investors, L.P.
(Indirect investment of Richard C. Blum)

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

Business Description: The partnership invests through a tiered partnership structure in a portfolio of securities.

Peachtree Cable Associates, Ltd. and Peachtree Cable Holdings, Ltd.
(Indirect investment of Richard C. Blum)

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

Business Description: The partnerships, through tiered partnership structures, own and operate cable television services in Atlanta, Georgia, and in other parts of the United States.

TPG Associates, III
(Indirect investment of Richard C. Blum)

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

Business Description: The partnership was formed to invest in various investment business ventures which may provide significant opportunities for capital appreciation. The partnership investments include Gemplus International S.A., DoveBid, Inc., GMP Companies, Inc., Legerity, Inc., Differentis, Petco Animal Supplies, Inc., New SAC (Seagate), Findexa Group, MEMC Electronic Materials, Inc., Burger King Corporation, Gate gourmet Group, Quintiles Transactional Corporation, Spirit Group Limited, Kraton Polymers, Debenhams Plc, Iasis Healthcare Corp., Kraton Polymers, Network General Corporation, Smart Modular Technologies, Inc., and Celerity, Inc.

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TPG Associates, IV
(Indirect investment of Richard C. Blum)

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

Business Description: The partnership was formed to invest in various investment business ventures which may provide significant opportunities for capital appreciation. The partnership investments include Celerity, Inc., Debenhams Plc, Eutelsat S.A., Grohe AG, Iasis Healthcare Corp., Isola AG, Kraton Polymers, Network General Corporation, Smart Modular Technologies, Fidelity National Information Services, Inc., Mobilcom AG, NRG Energy, Ariel, British Vita, Lenovo, LPL Holding, Inc., MGM, SunGard Data Systems, TIM Hellas, NRG Energy and Neiman Marcus Group.

TPG LAF Equity Partners, L.P.
(Indirect investment of Richard C. Blum)

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.
(Indirect investment of Richard C. Blum)

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.
(Indirect investment of Richard C. Blum)

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.

The above investments are valued at Mr. Blum's or his firm's pro rata share of estimated fair value at December 31, 2005, (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, 2005.

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

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

Richard C. Blum Marital Trust of 1994

Dianne Feinstein is a beneficiary of the Richard C. Blum Marital Trust of 1994. The trust's assets are composed of insurance policies on the life of Richard C. Blum issued by the Prudential Insurance Company and John Hancock Variable Life Insurance Company. 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.

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 issued by the Prudential Insurance Company and John Hancock Variable Life Insurance Company. 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.

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)	50.0%
Richard C. Blum (spouse)	49.0%
Dianne Feinstein	1.0%

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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.

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

BFP was formed to invest in various business ventures which provide significant opportunities for capital appreciation.

Dianne Feinstein 1991 Trust

In September 1991, the Senator transferred her securities to a blind trust. The trust became qualified by the Senate Ethics Committee on December 29, 1993. The Trust's value as of December 31, 2005, is reported on a separate schedule in section IIIA.

Information On Non-Publicly Traded Assets

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

KFB Newbridge GenPar, L.P.
(Indirect investment of Richard C. Blum)

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

Business Description: A limited partnership formed to provide management services of Newbridge's investment in Korea First Bank.

Second City Capital Partners, L.P.
(Indirect investment via Blum Family Partners, L.P.)

Address: 1075 West Georgia Street Suite 2600
Vancouver, BC V6E 3C9

Business Description: The partnership is a provider of mezzanine debt and equity finance to mid-market companies. The partnership has invested in 5 public companies and 5 private investments including Age Care Investments, Ltd., ID Biomedical Corporation, 548735 Ontario Ltd., BOS Rentals, Softchoice Corporation, Cinch Energy Corporation, VSM Medtech Ltd., and Bennett Environmental.

Strategic Recovery Fund
(Indirect investment via Blum Family Partners, L.P)

Address: Burleigh House, 357 Strand
London WC2R 0HS

Business Description: The principal purpose of the Partnership is to invest directly or indirectly in equity and near equity investments in a portfolio of companies publicly listed in the U.K. The investments include API, 4Imprint, Hampton Industries PLC, and Wyndeham Press Group PLC.

Thayer-Blum Funding III, LLC
(Separate property of Richard C. Blum)

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

Business Description: A limited liability company formed to invest in Suntron Corporation, Phoenix, AZ. Suntron Corporation provides vertically integrated electronic manufacturing services. See page 119 and 120 of the Senate Financial Disclosure Report.

ChrysCap I, LLC
(Indirect investment of Richard C. Blum through Blum Capital Partners, LP)

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. This entity was dissolved in 2005.

Thayer Hotel Investment III, LLC
(Indirect investment via Blum Family Partners, L.P)

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 resort hotels consist of a Ritz Carlton and Marriot located in Orlando Florida, RIHGA Royal Hotel in New York City.

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AEOW 2000 LP
(Indirect investment via Blum Family Partners, L.P)

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 partnership has invested in 10 public companies and 12 private investments. Investments include Agere Systems Inc., Finisar Corporation, Generex Biotechnology, ImClone Sys Inc., LM Ericsson Tele Co ADR, Med Design Corp., Neorx Corp., Netopia Inc., Solectran Corp., ATI Medical Pfd., Calypso Medical Technologies, Clarent Hospital Corp., EPL Technologies, FutureTrade Technologies, KCA Environmental, Madison Inf Tech, PEC Squared LLC, Pharmion Corp, Syntonix Pharmaceuticals, Venetec International, and Vintara Pfd.

Astar Cargo Holdings
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: Airline cargo service.

Social Enterprises.
(Indirect investment via Blum Family Partners, L.P)

Address: 475 Gate 5 Road
Suite 115
Sausalito, CA 94965

Business Description: A corporation that defines benchmarks that measure philanthropic investments.

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ValueAct Capital Partners, L.P.
(Indirect investment via Blum Family Partners, L.P)

Address: 465 Pacific Avenue
San Francisco, CA 94133

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 18 public companies and 2 private investments. The investments include KC Holdings Corporation and VAC Ocean Cayman Corporation.

Francisco Partners, L.P.
(Indirect investment via Blum Family Partners, L.P)

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 11 private investments and 3 public investments. The investments include Aderant, AKQA, AMI Semiconductor, C-MAC, Credence (NP Test), GXS, Legerity, MagnaChip, OfficeTiger, G International, SMART Modular, Ultra Clean Technology, WRQ, and XcelleNet.

Laurel Inn Associates, LLC
(Indirect investment via Blum Family Partners, L.P.)

Address: 444 Presidio Avenue
San Francisco, CA

Business Description: Laurel Inn Associates, LLC owns the Laurel Inn, a hotel in San Francisco, CA.

Consortium on Reading Excellence, Inc.
(Indirect investment via Blum Family Partners, L.P)

Address: 5855 Christie Avenue, Suite A
Emeryville, CA 94608

Business Description: A corporation that provides professional development focusing on teaching and learning.

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Neospire, Inc.
(Separate property of Richard C. Blum)

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

Business Description: A corporation that provides managed hosting, dedicated services and co-location.

ChrysCap II, L.L.C.
(Indirect investment via Blum Family Partners, L.P)

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 partnership holds 10 private investments in India. The investments include Mphasis through Winterfall, New Path Ventures, Global VantEdge, Ephinay, Tech Team, IVRCL, and Yes Bank.

NB Hanaro Partners
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: A limited partnership to hold stock in Hanaro Telecom in Korea. Hanaro is Korea's second largest broadband player offering voice and data services.

NB Hanaro Partners, II
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: A limited partnership to hold stock in Hanaro Telecom in Korea. Hanaro is Korea's second largest broadband player offering voice and data services.

Central Station Land
(Indirect investment via Blum Family Partners, L.P)

Address: 909 Montgomery Street, 4th Floor
San Francisco, CA 94133

Business Description: Real estate development in Oakland, California.

Strange Collective
(Indirect investment via Blum Family Partners, L.P)

Address: San Francisco, CA

Business Description: A boutique toy company that produces and sells premium quality collectible action figures and toys.

American Global Resources, LLC
(Indirect investment via Blum Family Partners, L.P)

Address: San Diego, CA

Business Description: To harvest, transport and mill mahogany and pine timber in Fiji. This entity was liquidated in 2005.

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.
(Separate property of Richard C. Blum)

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% 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., BCP Amth, L.P., Blum Holdings Spokane, L.P. and Rattlesnake Partners, L.P. This entity holds no ownership interest in any investment made in the People's Republic of China.

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Blum G.C., L.P.
(Separate property of Richard C. Blum)

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., Newbridge Investment Partners, L.P., Golden BCP, Inc. and Newbridge Capital Ltd.. 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. This entity holds no ownership interest in any investment made in the People's Republic of China.

Blum G.A., L.L.C.
(Separate property of Richard C. Blum)

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 holds interests directly or indirectly in Newbridge Asia II, L.P., Newbridge Asia Advisors, Inc. and Newbridge Asia Genpar II. The Newbridge entities were formed to manage, advise and invest in securities or entities conducting business in countries or territories of Asia. This entity holds no ownership interest in any investment made in the People's Republic of China.

Blum GA III, LLC
(Separate property of RCB)

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

Business Description: Blum GA III, LLC is a limited liability company whose business is to invest in investment partnerships through Newbridge Asia Genpar III, L.P. Newbridge Asia III, L.P. was formed to manage the investment Newbridge Asia III (NBA III). NBA III was formed to invest in securities or entities conducting business in the countries and territories of Asia. This entity holds no ownership interest in any investment made in the People's Republic of China.

90002307704

Blum GA III Equity Partners, LLC
(Separate property of RCB)

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 (NBA III). NBA III was formed to invest in securities or entities conducting business in the countries and territories of Asia. This entity holds no ownership interest in any investment made in the People's Republic of China.

RCBA LAF ADVISORS LLC
(Separate property of Richard C. Blum)

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

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

RCBA Newbridge LAF, LLC
(Separate property of Richard C. Blum)

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

Business Description: RCBA Newbridge LAF, LLC 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.

0000027070 5

RCBA LAF Equity Partners LLC
(Separate property of Richard C. Blum)

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

Business Description: RCBA LAF Equity Partners LLC 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.
(Separate property of Richard C. Blum)

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.

BCP AMTH, L.P.
(Indirect investment of Richard C. Blum)

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

Business Description: A limited partnership that invests and trades in securities in business ventures which may provide significant opportunities for capital appreciation. The investments include Lindex, Intrum Justitia, Skandia AB, Metso and Visma.

Blum Holdings Spokane, L.P.
(Indirect investment via Blum Family Partners, L.P)

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

Business Description: Blum Holdings Spokane, L.P. Commercial rental building in Spokane, WA.

0000025706

CBRE Realty Finance, Inc.

Address: 185 Asylum Street, 37th Floor
Hartford, CT 06103

Business Description: Real estate investment trust investing in commercial real estate loans

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

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

Business Description: Investment in real estate loan and other securities.

Pension

The Senator receives a pension from the City of San Francisco. The pension has been valued in the category of $100,000 to $250,000 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 Northwest Airlines Corporation, URS Corporation, Glenborough Realty Trust, 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 URS and CB Richard Ellis were paid by Mr. Blum to investment management clients of Blum Capital.

Mr. Blum also received supplemental Pension Benefits from Thompson Learning Benefit Plan (formerly National Education Corporation) and Pacific Life Insurance Company (as a result of his former service as a director of Shaklee Corporation), but held no investment in these corporations at December 31, 2005.

0000023079

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.

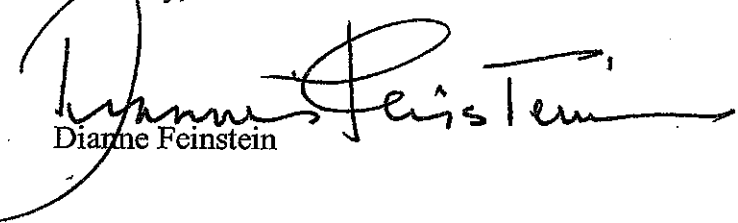
Income Determination Methods

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

00000239708

00000230710

UNITED STATES SENATE FINANCIAL DISCLOSURE REPORT FOR ANNUAL AND TERMINATION REPORTS

Last Name	First Name and Middle Initial	Annual Report Calendar Year Covered by Report:	Senate Office / Agency in Which Employed
FEINSTEIN	DIANNE	2005	UNITED STATES SENATE
Senate Office Address (Number, Street, City, State, and ZIP Code)	Senate Office Telephone Number *(Include Area Code)*	Termination Report Termination Date (mm/dd/yy):	Prior Office / Agency in Which Employed
331 Hart, Senate Office Bldg., Washington, D.C. 20519	(202) 224-3841		

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

	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.		X
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.	X	
Did you, your spouse, or dependent child receive unearned or investment income of more than $200 in the reporting period or hold any reportable asset worth more than $1,000 at the end of the period? If Yes, Complete & Attach PART IIIA and/or IIIB.	X	
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.		X
Did you, your spouse, or dependent child receive any reportable gift in the reporting period (i.e., aggregating more than $305 and not otherwise exempt)? If Yes, Complete and Attach PART V.	X	
Did you, your spouse, or dependent child receive any reportable travel or reimbursements for travel in the reporting period (i.e., worth more than $305 from one source)? If Yes, Complete and Attach PART VI.		X
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.	X	
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.		X
Do you have any reportable agreement or arrangement with an outside entity? If Yes, Complete and Attach PART IX.		X
If this is your FIRST Report: Did you receive compensation of more than $5,000 from a single source in the two prior years? If Yes, Complete and Attach PART X.		X

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

File this report and any amendments with the Secretary of the Senate, Office of Public Records, Room 232, Hart Senate Office Building, U.S. Senate, Washington, DC 20510. $200 Penalty for filing more than 30 days after due date.

This Financial Disclosure Statement is required by the Ethics in Government Act of 1978, as amended. The statement will be made available by the Office of the Secretary of the Senate to any requesting person upon written application and will be reviewed by the Select Committee on Ethics. Any individual who knowingly and willfully falsifies, or who knowingly and willfully fails to file this report may be subject to civil and criminal sanctions. (See 5 U.S.C. app. 6, 104, and 18 U.S.C. 1001.)

FOR OFFICIAL USE ONLY
Do Not Write Below this Line

RECEIVED
SECRETARY OF THE SENATE
06 MAY 15 PM 12:57

Certification	Signature of Reporting Individual	Date (Month, Day, Year)
I CERTIFY that the statements I have made on this form and all attached schedules are true, complete and correct to the best of my knowledge and belief.	Dianne Feinstein	May 15, 2006

For Official Use Only - Do Not Write Below This Line

It is the Opinion of the reviewer that the statements made in this form are in compliance with Title I of the Ethics in Government Act.	Signature of Reviewing Official	Date (Month, Day, Year)

Reporting Individual's Name
DIANNE FEINSTEIN

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

Page Number 1

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

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

	Name of Income Source	Address (City, State)	Type of Income	Amount
Example:	*JP Computers*	*Wash., DC* *Example*	*Salary* *Example*	*$15,000*
	MCI (Spouse)	*Arlington, VA* *Example*	*Salary* *Example*	*Over $1,000*
1	City & County of San Francisco	San Francisco, CA	Pension	$42,504

Reporting Individual's Name
DIANNE FEINSTEIN 00000307 12

PART II. EARNED AND NON-INVESTMENT INCOME
(Of Spouse)

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

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

	Name of Income Source	Address (City, State)	Type of Income	Amount
Example:	*JP Computers*	*Wash., DC* *Example*	*Salary* *Example*	*$15,000*
	MCI (Spouse)	*Arlington, VA* *Example*	*Salary* *Example*	*Over $1,000*
1	Blum Capital Partners, L.P. (Spouse)	San Francisco, CA	Salary	Over $1,000
2	URS Corporation (Spouse)	San Francisco, CA	Fees	Over $1,000
3	Glenborough Realty Trust, Inc. (Spouse)	San Mateo, CA	Fees	Over $1,000
4	Pacific Life Insurance Company (Spouse)	Newport Beach, CA	Retirement Plan	Over $1,000
5	Thomson Learning Benefit Plan (Spouse)	Orlando, FL	Supplemental Retirement Plan	Over $1,000
6	Northwest Airlines Corporation (Spouse)	St. Paul, MN	Fees	Over $1,000
7	Newbridge Capital L.L.C. (Spouse)	Fort Worth, TX	Fees	Over $1,000
8	CDP – Concord Egyptian Fund (Spouse)	St. Peter Port, Guernsey	Fees	Over $1,000
9	Astar Air Cargo, Inc. (Spouse)	Miami, FL	Fees	Over $1,000

Reporting Individual's Name
00000230713
DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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*
1	City & County of San Francisco					X												X									X						

Reporting Individual's Name
00000230714
DIANNE FEINSTEIN

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

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, DC, or J	Block A	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*
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	Alliance Government Reserves	X																X				X											
M	Dreyfus Treasury Prime Cash				X													X						X									

Reporting Individual's Name
00000230715
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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		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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Blum Capital Partners, L.P.:**																																
S	**Pegasus Solutions**																																
	Common Stock		X																			X											
S	**Perini Corporation**																																
	Common Stock	X															X										X						
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes		X													X						X											
S	**CB Richard Ellis Group, Inc.**																																
	Common Stock			X																		X											

Reporting Individual's Name
00000238716
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

S, DC, or J	Asset	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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X					X											

Reporting Individual's Name
0000230717
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through RCBA, Inc.)

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Richard C. Blum & Associates, Inc.:**																																
S	**RAE Systems, Inc.**																																
	Common Stock						X															X											
S	**Northwest Airlines Corporation**																																
	Common Stock	X															X					X											

Reporting Individual's Name
00000230718
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000**	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**PB Capital Partners, L.P.**																																
	San Francisco, CA																																
	(4.95% owned by Blum Capital Partners, L.P.)																																
	(77.0% of Blum Capital Partners, L.P. Interest owned by Richard C. Blum)																																
S	**Perini Corporation**																																
	Common Stock	X															X													X			

Reporting Individual's Name 00000230719
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**BK Capital Partners IV, L.P.:**																																
	(1.94% owned by Blum Capital Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock					X																X											
S	**Janus Capital Group, Inc.**																																
	Common Stock					X								X									X										
S	**eResearch Technology, Inc.**																																
	Common Stock				X																	X											

Reporting Individual's Name 0000002 30720
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Electronic For Imaging, Inc.**																																
	Common Stock			X																		X											
S	**TCF Financial Corporation**																																
	Common Stock			X										X										X									
S	**Novell, Inc.**																																
	Common Stock			X													X							X									
S	**Nu Skin Enterprises**																																
	Common Stock			X										X								X											
S	**Lincare Holdings**																																
	Common Stock			X													X									X							

Reporting Individual's Name: 00002307 21
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pegasus Solutions, Inc.**																																
	Common Stock			X													X					X											
S	**Paxar Corporation**																																
	Common Stock			X																		X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock		X																			X											
S	**PRG Schultz International, Inc.**																																
	Common Stock	X																				X											
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock			X										X										X									

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
S, Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**URS Corporation**																																
	Common Stock	X															X												X				
S	**Copart, Inc.**																																
	Common Stock	X															X								X								
S	**The BISYS Group, Inc.**																																
	Common Stock		X														X					X											
S	**Synopsys, Inc.**																																
	Common Stock	X															X							X									
S	**Playtex Products**																																
	Common Stock	X															X					X											

Reporting Individual's Name
00000230723
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Skillsoft PLC**																																
	Common Stock		X														X					X											
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X									X							
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X								X								
S	**UAP Holdings Corp**																																
	Common Stock	X																				X											
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock		X																			X											

Reporting Individual's Name 00000230724
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Ross Stores, Inc.**																																
	Common Stock		X											X								X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X																				X											
S	**Intuit, Inc.**																																
	Common Stock	X															X								X								

Reporting Individual's Name 00000230725
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**MSC Software Corporation**																																
	Common Stock	X															X								X								
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**Tiffany & Co.**																																
	Common Stock	X												X			X							X									

Reporting Individual's Name: 0000023072 6
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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, DC, or J	Asset	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners, L.P.:**																																
	(1.71% owned by Blum Capital Partners, L.P.)																																
	(.93% owned by Richard C. Blum, Keogh Plan)																																
	(.4% owned by Richard C. Blum, through Blum Family Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock							X														X											
S	**Janus Capital Group, Inc.**																																
	Common Stock							X						X			X									X							

Reporting Individual's Name 0000230727
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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	*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	**Novell, Inc.**																																
	Common Stock						X										X											X					
S	**Electronics For Imaging, Inc.**																																
	Common Stock						X															X											
S	**TCF Financial Corporation**																																
	Common Stock					X								X			X									X							
S	**Lincare Holdings, Inc.**																																
	Common Stock			X													X										X						

Reporting Individual's Name
00000230728
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Paxar Corporation**																																
	Common Stock					X																X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock			X													X					X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock		X																			X											
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes					X										X									X								
S	**Montpelier Re Holdings, Ltd.**																																
	Common Stock					X								X			X									X							

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**UAP Holdings Corp.**																																
	Common Stock			X																		X											
S	**Nu Skin Enterprises**																																
	Common Stock					X								X									X										
S	**Thomson ISIN**																																
	Common Stock			X																		X											
S	**Skillsoft PLC**																																
	Common Stock		X														X					X											
S	**Athlon Holding**																																
	Common Stock	X																				X											

Reporting Individual's Name: 00000230730
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock					X											X								X								
S	**Macrovision Corporation**																																
	Common Stock				X																	X											
S	**Ross Stores, Inc.**																																
	Common Stock				X									X								X											
S	**Career Education**																																
	Common Stock			X																		X											
S	**MSC Software Corp**																																
	Common Stock	X															X										X						

Reporting Individual's Name
0000023073 1
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: 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: 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Copart, Inc.**																																
	Common Stock	X															X											X					
S	**The BISYS Group, Inc.**																																
	Common Stock	X															X					X											
S	**URS Corporation**																																
	Common Stock	X															X												X				
S	**Synopsys, Inc.**																																
	Common Stock	X															X										X						
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X										X						

Reporting Individual's Name
00000239732
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

Block A		Block B: 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: 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X										X						
S	**Tiffany & Co.**																																
	Common Stock	X												X			X										X						
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X															X						X										
S	**Intuit, Inc.**																																
	Common Stock	X															X										X						

Reporting Individual's Name: 0000002 30733
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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, DC, or J	Asset	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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners QP, L.P.:**																																
	(1.42% owned by Blum Capital Partners, L.P.)																																
	(.69% owned by Richard C. Blum, Keogh Plan)																																
	(2.76% owned by Richard C. Blum, through Blum Family Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock								X													X											
S	**Janus Capital Group, Inc.**																																
	Common Stock								X					X									X										

Reporting Individual's Name
00000230734
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners QP, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*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	**Novell, Inc.**																																
	Common Stock							X									X											X					
S	**Electronics For Imaging Inc.**																																
	Common Stock							X														X											
S	**TCF Financial Corporation**																																
	Common Stock						X							X												X							
S	**Lincare Holdings**																																
	Common Stock						X										X											X					

Reporting Individual's Name
00006230735
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners QP, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Paxar Corp.**																																
	Common Stock					X																X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock				X												X					X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock			X																		X											
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes					X										X										X							
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock						X							X			X									X							

Reporting Individual's Name
0000002307 36
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners QP, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**UAP Holdings Corp.**																																
	Common Stock					X																X											
S	**Nu Skin Enterprises**																																
	Common Stock					X								X										X									
S	**Skillsoft PLC**																																
	Common Stock					X																X											
S	**Thomson ISIN**																																
	Common Stock				X																	X											
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock					X																X											

Reporting Individual's Name 00002307 37

DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners QP, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Macrovision Corporation**																																
	Common Stock					X																X											
S	**The BISYS Group, Inc.**																																
	Common Stock				X												X					X											
S	**Career Education**																																
	Common Stock				X																	X											
S	**Ross Stores, Inc.**																																
	Common Stock			X										X								X											
S	**Copart, Inc.**																																
	Common Stock	X															X												X				

Reporting Individual's Name: 00000230738
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X										X						
S	**URS Corp.**																																
	Common Stock	X															X												X				
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X											X					
S	**Tiffany & Co.**																																
	Common Stock	X												X			X										X						
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X											X					

Reporting Individual's Name: 00002307 39
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Intuit, Inc.**																																
	Common Stock	X															X										X						
S	**MSC Software Corporation**																																
	Common Stock	X															X										X						

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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, DC, or J	Block A	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners D, L.P.:**																																
	(.2% owned by Blum Capital Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock		X																			X											
S	**Janus Capital Group, Inc.**																																
	Common Stock		X											X								X											

Reporting Individual's Name: 0000002 30741
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**eResearch Technology, Inc.**																																
	Common Stock		X																			X											
S	**Novell, Inc.**																																
	Common Stock		X														X						X										
S	**Electronics For Imaging, Inc.**																																
	Common Stock		X																			X											
S	**TCF Financial Corporation**																																
	Common Stock		X											X								X											
S	**Lincare Holdings**																																
	Common Stock		X														X						X										

Reporting Individual's Name
00000230742
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Paxar Corporation**																																
	Common Stock		X																			X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock	X															X					X											
S	**Lincoln Educational Services, Group**																																
	Common Stock	X																				X											
S	**Montpelier Re Holdings, Ltd.**																																
	Common Stock		X											X			X					X											
S	**UAP Holdings Corp.**																																
	Common Stock	X																				X											

Reporting Individual's Name
00000230743
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											
S	**Skillsoft PLC**																																
	Common Stock	X																				X											
S	**Thomson ISIN**																																
	Common Stock	X																				X											
S	**Athlon Holding**																																
	Common Stock	X																				X											
S	**Ross Stores, Inc.**																																
	Common Stock		X											X								X											

Reporting Individual's Name
0000002307 44
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock		X																			X											
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**The BISYS Group, Inc.**																																
	Common Stock	X															X					X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**Copart, Inc.**																																
	Common Stock	X															X						X										

Reporting Individual's Name
0000023074 5
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X						X										
S	**Synopsys, Inc.**																																
	Common Stock	X															X					X											
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X						X										
S	**Tiffany & Co.**																																
	Common Stock	X															X						X										

Reporting Individual's Name
0000023074 6
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners D, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

S, DC, or J	Block A	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X															X					X											
S	**Intuit, Inc.**																																
	Common Stock	X															X					X											
S	**MSC Software Corporation**																																
	Common Stock	X															X						X										

Reporting Individual's Name: 0000082307 47
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	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: 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	$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	**Stinson Capital Partners M, L.P.:**																																
	(1.0% owned by Blum Capital Partners, L.P.)																																
S	**UAP Holdings Corp.**																																
	Common Stock		X																			X											
S	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock		X											X								X											

Reporting Individual's Name
00009230748
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Thomson ISIN**																																
	Common Stock		X																			X											
S	**Skillsoft PLC**																																
	Common Stock	X															X					X											
S	**Athlon Holding**																																
	Common Stock	X																				X											
S	**ITT Educational Services, Inc.**																																
	Common Stock			X																		X											
S	**Janus Capital Group, Inc.**																																
	Common Stock			X										X								X											

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	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: 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	$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:	*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	**Novell, Inc.**																																
	Common Stock		X														X							X									
S	**Electronics for Imaging Inc.**																																
	Common Stock		X																			X											
S	**TCF Financial Corporation**																																
	Common Stock		X											X									X										
S	**Ross Stores, Inc.**																																
	Common Stock		X											X								X											

Reporting Individual's Name
00000230750
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners M, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock		X																			X											
S	**Paxar Corporation**																																
	Common Stock		X																			X											
S	**Lincare Holdings**																																
	Common Stock		X														X							X									
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock		X														X					X											

Reporting Individual's Name
00000230751
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners M, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**The BISYS Group, Inc.**																																
	Common Stock		X														X					X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock	X																				X											
S	**Synopsys Inc.**																																
	Common Stock	X															X					X											
S	**Copart, Inc.**																																
	Common Stock	X															X							X									

Reporting Individual's Name
DIANNE FEINSTEIN 00000230752

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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		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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X						X										
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X							X									
S	**Tiffany & Co.**																																
	Common Stock	X												X			X						X										
S	**ABX Air, Inc.**																																
	Common Stock	X																				X											
S	**Avaya, Inc.**																																
	Common Stock	X															X					X											

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners M, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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	**Intuit Inc.**																																
	Common Stock	X															X						X										
S	**MSC Software Corp.**																																
	Common Stock	X															X						X										

Reporting Individual's Name
00000230754
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: 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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners II, L.P.:**																																
	(.14% owned by Blum Capital Partners, L.P.)																																
S	**ITT Educational Services, Inc.**																																
	Common Stock			X																		X											
S	**Janus Capital Group, Inc.**																																
	Common Stock		X											X								X											
S	**Kinetic Concepts, Inc.**																																
	Common Stock		X																			X											

Reporting Individual's Name
00000023D755
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners II, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*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	**TCF Financial Corporation**																																
	Common Stock		X											X									X										
S	**Pegasus Solutions Inc.**																																
	Common Stock		X														X					X											
S	**Lincare Holdings**																																
	Common Stock		X														X							X									
S	**Lincoln Educational Services, Corp.**																																
	Common Stock	X																				X											

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners II, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
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BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: 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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Paxar Corp.**																																
	Common Stock	X																				X											
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes		X													X							X										
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock		X											X								X											
S	**UAP Holdings Corp.**																																
	Common Stock		X																			X											
S	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											

Reporting Individual's Name
00000239757
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Skillsoft PLC**																																
	Common Stock	X															X					X											
S	**Electronics for Imaging, Inc.**																																
	Common Stock		X																			X											
S	**The BISYS Group, Inc.**																																
	Common Stock		X														X					X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name
00000230758
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J (Example)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Macrovision Corporation**																																
	Common Stock	X																				X											
S	**URS Corporation**																																
	Common Stock	X															X							X									
S	**Synopsys, Inc.**																																
	Common Stock	X															X						X										
S	**Copart, Inc.**																																
	Common Stock	X															X							X									

Reporting Individual's Name
00000230759
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

S, DC, or J	Asset	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X						X										
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X							X									
S	**Tiffany & Co.**																																
	Common Stock	X												X			X						X										

Reporting Individual's Name: 00000230760
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

		Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Stinson Capital Partners S, L.P.:**																																
	(1.0% owned by Blum Capital Partners, L.P.)																																
S	**UAP Holdings Corp.**																																
	Common Stock	X																				X											
S	**PRG Schultz International, Inc.**																																
	Common Stock & Notes		X													X						X											

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock		X											X								X											
S	**Skillsoft PLC**																																
	Common Stock		X														X					X											
S	**Thomson ISIN**																																
	Common Stock	X																				X											
S	**ITT Educational Services, Inc.**																																
	Common Stock		X																			X											

Reporting Individual's Name
00000230762
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners S, L.P. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

		Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Janus Capital Group, Inc.**																																
	Common Stock		X											X								X											
S	**eResearch Technology, Inc.**																																
	Common Stock		X																			X											
S	**Novell, Inc.**																																
	Common Stock		X														X						X										
S	**Electronics For Imaging, Inc.**																																
	Common Stock		X											X								X											
S	**TCF Financial Corp.**																																
	Common Stock		X											X								X											

Reporting Individual's Name
00000230763
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Lincare Holdings**																																
	Common Stock		X														X						X										
S	**Pediatrix Medical Group Inc.**																																
	Common Stock		X																			X											
S	**Paxar Corp.**																																
	Common Stock		X																			X											
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**Pegasus Solutions, Inc.**																																
	Common Stock	X															X					X											

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**The BISYS Group, Inc.**																																
	Common Stock	X															X					X											
S	**Career Education**																																
	Common Stock	X																				X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock	X																				X											
S	**Ross Stores, Inc.**																																
	Common Stock	X												X								X											
S	**URS Corporation**																																
	Common Stock	X															X							X									

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X					X											
S	**Copart, Inc.**																																
	Common Stock	X															X						X										
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X					X											
S	**Western Wireless Corp – Class A**																																
	Common Stock	X															X						X										
S	**Tiffany & Co.**																																
	Common Stock	X												X			X						X										

Reporting Individual's Name
0000023 0766
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Intuit, Inc.**																																
	Common Stock	X															X						X										
S	**MSC Software Corp.**																																
	Common Stock	X															X						X										

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Stinson Capital Partners A, L.P.:**																																
	(1.0% owned by Blum Capital Partners, L.P.)																																
S	**UAP Holdings Corp.**																																
	Common Stock		X																			X											
S	**Nu Skin Enterprises**																																
	Common Stock		X											X								X											
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock		X											X								X											

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Stinson Capital Partners A, L.P. (continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	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: 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Thomson ISIN**																																
	Common Stock		X																			X											
S	**Athlon Holding**																																
	Common Stock		X																			X											
S	**ITT Educational Services, Inc.**																																
	Common Stock			X																		X											
S	**Janus Capital Group, Inc.**																																
	Common Stock		X											X								X											
S	**eResearch Technology, Inc.**																																
	Common Stock		X																			X											

Reporting Individual's Name: 00000230759
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Novell, Inc.**																																
	Common Stock		X														X							X									
S	**Paxar Corp.**																																
	Common Stock		X																			X											
S	**Ross Stores, Inc.**																																
	Common Stock		X											X								X											
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock		X																			X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock		X																			X											

Reporting Individual's Name 0000023877D
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Career Education**																																
	Common Stock		X																			X											
S	**Macrovision Corporation**																																
	Common Stock		X																			X											
S	**Lincare Holdings**																																
	Common Stock		X														X						X										
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X															X						X										

Reporting Individual's Name
00000230771
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

	Block A	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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Blum Strategic GP L.L.C. :**																																
	(27.48% owned by Richard C. Blum.)																																
	Blum Strategic Partners L.P.																																
	(1.0% owned by Blum Strategic GP, L.L.C.)																																
S	**CB Richard Ellis Group Inc.**																																
	Common Stock							X									X												X				
S	**PRG Schultz International, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name
00008239772
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Blum Strategic GP L.L.C. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

S, DC, or J	Asset	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Synopsys, Inc.**																																
	Common Stock	X															X									X							
S	**URS Corp.**																																
	Common Stock	X															X												X				
S	**Pegasus Solutions, Inc.**																																
	Common Stock		X														X					X											

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 L.L.C. :**																																
	(25.22% owned by Richard C. Blum)																																
	(.47% owned by Blum Capital Partners, L.P.)																																
	Blum Strategic Partners L.P.																																
	(3.69% owned by Blum Strategic Equity, L.L.C.)																																
S	**CB Richard Ellis Group Inc.**																																
	Common Stock								X								X													X			
S	**PRG Schultz International, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name
0000802 38774
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES

(Assets owned by spouse through Blum Strategic Equity L.L.C. (continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Synopsys, Inc.**																																
	Common Stock	X															X										X						
S	**URS Corp.**																																
	Common Stock	X															X												X				
S	**Pegasus Solutions, Inc.**																																
	Common Stock			X													X						X										

Reporting Individual's Name
DIANNE FEINSTEIN 00008230775

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Block A	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: 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	$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
	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. :**																																
	(27.48% owned by Richard C. Blum)																																
	Blum Strategic Partners II L.L.C. :																																
	(1.89% owned by Blum Strategic GP II, L.L.C.)																																
	Blum Strategic Partners II GmbH KG Co:																																
	(1.0% owned by Blum Strategic GP II, L.L.C.)																																
S	**CB Richard Ellis Group, Inc.**																																
	Common Stock								X								X												X				

Reporting Individual's Name
00000230776
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Asset	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Kinetic Concepts, Inc.**																																
	Common Stock			X																		X											
S	**PRG Schultz International, Inc.**																																
	Common Stock, Notes & Loans					X										X									X								
S	**Skillsoft PLC**																																
	Common Stock				X												X					X											
S	**ITT Educational Services, Inc.**																																
	Common Stock							X														X											
S	**Janus Capital Group, Inc.**																																
	Common Stock							X						X										X									

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Block A	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**TCF Financial Corporation**																																
	Common Stock					X								X											X								
S	**eResearch Technology, Inc.**																																
	Common Stock					X																X											
S	**Lincare Holdings**																																
	Common Stock					X											X										X						
S	**Novell, Inc.**																																
	Common Stock				X												X									X							
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock			X																		X											

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Block A	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pegasus Solutions, Inc.**																																
	Common Stock			X													X					X											
S	**The BISYS Group, Inc.**																																
	Common Stock			X													X					X											
S	**Synopsys, Inc.**																																
	Common Stock	X															X									X							
S	**Copart, Inc.**																																
	Common Stock	X															X											X					
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X										X						

Reporting Individual's Name
00000230779
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X										X						
S	**Tiffany & Co.**																																
	Common Stock	X												X			X										X						

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: 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 II L.L.C. :**																																
	(7.53% owned by Richard C. Blum)																																
	Blum Strategic Partners II L.L.C. :																																
	(1.77% owned by Blum Strategic GP, L.L.C.)																																
S	**CB Richard Ellis Group, Inc.**																																
	Common Stock							X									X												X				

Reporting Individual's Name 0000002 30781

DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Kinetic Concepts, Inc.**																																
	Common Stock		X																			X											
S	**PRG Schultz International, Inc.**																																
	Common Stock, Notes & Loan			X												X							X										
S	**Skillsoft PLC**																																
	Common Stock			X													X					X											
S	**ITT Educational Services, Inc.**																																
	Common Stock					X																X											
S	**Janus Capital Group, Inc.**																																
	Common Stock					X								X									X										

Reporting Individual's Name: 00000230782
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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	Asset	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: 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	$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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**TCF Financial Corporation**																																
	Common Stock			X										X										X									
S	**eResearch Technology, Inc.**																																
	Common Stock			X																		X											
S	**Lincare Holdings**																																
	Common Stock			X													X									X							
S	**Novell, Inc.**																																
	Common Stock			X													X								X								
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock			X																		X											

Reporting Individual's Name
00000230783
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Pegasus Solutions, Inc.**																																
	Common Stock		X														X					X											
S	**The BISYS Group, Inc.**																																
	Common Stock		X														X					X											
S	**Synopsys, Inc.**																																
	Common Stock	X															X							X									
S	**Copart, Inc.**																																
	Common Stock	X															X										X						
S	**Health Management Associates, Inc.**																																
	Common Stock	X												X			X									X							

Reporting Individual's Name 90000230784
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

S, DC, or J	Block A	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: 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	$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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Western Wireless Corp. – Class A**																																
	Common Stock	X															X									X							
S	**Tiffany & Co.**																																
	Common Stock	X												X			X								X								

Reporting Individual's Name: 00000230785
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Blum Strategic GP III L.L.C. :**																																
	(22.57% owned by Richard C. Blum)																																
	Blum Strategic Partners III L.P. :																																
	(1.0% owned by Blum Strategic GP III, L.L.C.)																																
S	**UAP Holdings Corp.**			X																		X											
	Common Stock																																
S	**Nu Skin Enterprises**				X									X									X										
	Common Stock																																

Reporting Individual's Name
00000230786
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

S, DC, or J	Asset	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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Thomson ISIN**																																
	Common Stock				X																	X											
S	**Athlon Holding**																																
	Common Stock			X																		X											
S	**ITT Educational Services, Inc.**																																
	Common Stock					X																X											
S	**Novell, Inc.**																																
	Common Stock				X												X									X							
S	**Paxar Corp.**																																
	Common Stock				X																	X											

Reporting Individual's Name
00000238787
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

Block A		Block B												Block C: Type of Income								Block C: 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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Janus Capital Group, Inc.**																																
	Common Stock				X									X								X											
S	**Macrovision Corporation**																																
	Common Stock				X																	X											
S	**Career Education**																																
	Common Stock				X																	X											
S	**Lincare Holdings**																																
	Common Stock			X													X									X							
S	**Ross Stores, Inc.**																																
	Common Stock			X										X								X											

Reporting Individual's Name
00000230788
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock			X																		X											
S	**eResearch Technology, Inc.**																																
	Common Stock			X																		X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock			X																		X											
S	**ABX Air, Inc.**																																
	Common Stock	X														X						X											
S	**Avaya Inc.**																																
	Common Stock	X														X							X										

Reporting Individual's Name
00000230789
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

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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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Montpelier Re Holdings Ltd.**																																
	Common Stock				X									X										X									

Reporting Individual's Name
DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 III L.L.C. :**																																
	(15.0% owned by Richard C. Blum)																																
	Blum Strategic Partners III L.P. :																																
	(3.1% owned by Blum Strategic Equity III, L.L.C.)																																
S	**UAP Holdings Corp.**																																
	Common Stock			X																		X											
S	**Nu Skin Enterprises**																																
	Common Stock					X								X									X										

Reporting Individual's Name
00000230791
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Thomson ISIN**																																
	Common Stock					X																X											
S	**Athlon Holding**																																
	Common Stock				X																	X											
S	**ITT Educational Services, Inc.**																																
	Common Stock						X															X											
S	**Novell, Inc.**																																
	Common Stock					X											X										X						
S	**Paxar Corp.**																																
	Common Stock					X																X											

Reporting Individual's Name
0000002 30792
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Janus Capital Group, Inc.**																																
	Common Stock					X								X								X											
S	**Macrovision Corporation**																																
	Common Stock					X																X											
S	**Career Education**																																
	Common Stock					X																X											
S	**Lincare Holdings**																																
	Common Stock			X										X												X							
S	**Ross Stores, Inc.**																																
	Common Stock			X										X								X											

Reporting Individual's Name
00000230793
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Pediatrix Medical Group, Inc.**																																
	Common Stock				X																	X											
S	**eResearch Technology, Inc.**																																
	Common Stock				X																	X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock				X																	X											
S	**ABX Air, Inc.**																																
	Common Stock	X															X					X											
S	**Avaya Inc.**																																
	Common Stock	X												X									X										

Reporting Individual's Name
00000230794
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
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BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

	Block A	Block B: 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: 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	$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	**Montpelier Re Holdings Ltd.**																																
	Common Stock					X								X											X								

Reporting Individual's Name
000002 20795
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C.)

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
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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.

		Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Saddlepoint Partners GP, L.L.C.:**																																
	(99% owned by Blum Capital Partners, L.P.)																																
	Saddlepoint Partners, L.P.																																
	(.1135% owned by Saddlepoint GP, L.L.C.)																																
	Saddlepoint Partners (Cayman), L.P.																																
	(.09728% owned by Saddlepoint GP, L.L.C.)																																
	Saddlepoint Holdings (Offshore), L.P.																																
	(.9787% owned by Saddlepoint GP, L.L.C.)																																

Reporting Individual's Name
00000238796
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C. (Continuation))

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

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

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Boston Scientific Corp.**																																
	Common Stock	X																				X											
S	**UAP Holdings Corp**																																
	Common Stock	X																				X											
S	**Nu Ski Enterprises**																																
	Common Stock	X												X								X											
S	**Thomson ISIN**																																
	Common Stock	X																				X											
S	**Montpelier re: Holdings Ltd.**																																
	Common Stock	X												X								X											

Reporting Individual's Name
00000230787
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

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		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
	IBM Corp. (stock)				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Athlon Holding**																																
	Common Stock	X																				X											
S	**Johnson & Johnson Call 01/2007**																																
	Option	X																				X											
S	**First Data Call 01/2007**																																
	Option	X																				X											
S	**Wal-Mart Call 01/2007**																																
	Option	X																				X											
S	**Lincare Holdings PUTS 01/07**																																
	Option	X																				X											

Reporting Individual's Name: 00000239798
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Boston Scientific Corp 01/2007**																																
	Option	X																				X											
S	**ITT Educational Service, Inc.**																																
	Common Stock	X																				X											
S	**Harley-Davidson Inc.**																																
	Common Stock	X																				X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock	X																				X											
S	**Career Education**																																
	Common Stock	X																				X											

Reporting Individual's Name 00000230799
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Partners GP L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

S, DC, or J	Asset	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Paxar Corp.**																																
	Common Stock	X																				X											
S	**Janus Capital Group, Inc.**																																
	Common Stock	X																				X											
S	**Macrovision Corporation**																																
	Common Stock	X																				X											
S	**eResearch Technology, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name
00002388 00
DIANNE FEINSTEIN

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

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Saddlepoint Equity, L.L.C.:**																																
	(15.575% owned by Blum Family Partners, L.P.)																																
	Saddlepoint Partners, L.P.																																
	(35.746% owned by Saddlepoint Equity, L.L.C.)																																
	Saddlepoint Partners (Cayman), L.P.																																
	(88.03% owned by Saddlepoint Partners, L.P.)																																

Reporting Individual's Name
00000230801
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Equity L.L.C. (Continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Boston Scientific Corp.**																																
	Common Stock					X																X											
S	**UAP Holdings Corp**																																
	Common Stock				X																	X											
S	**Nu Skin Enterprises**																																
	Common Stock					X								X								X											
S	**Thomson ISIN**																																
	Common Stock			X																													
S	**Montpelier re: Holdings Ltd.**																																
	Common Stock			X										X								X											

Reporting Individual's Name
0000025802
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Equity L.L.C. (Continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

S, DC, or J	Asset	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)	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J (Example)	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Athlon Holding**																																
	Common Stock		X																			X											
S	**Johnson & Johnson Call 01/2007**																																
	Option			X																		X											
S	**First Data Call 01/2007**																																
	Option			X																		X											
S	**Wal-Mart Call 01/2007**																																
	Option			X																		X											
S	**Lincare Holdings PUTS 01/07**																																
	Option	X																				X											

Reporting Individual's Name
0000023083
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Equity L.L.C. (Continuation))

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

S, DC, or J	Asset	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:	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**Boston Scientific Corp 01/2007**																																
	Option	X																				X											
S	**ITT Educational Service, Inc.**																																
	Common Stock					X																X											
S	**Harley-Davidson Inc.**																																
	Common Stock					X																X											
S	**Lincoln Educational Services Corp.**																																
	Common Stock				X																	X											
S	**Career Education**																																
	Common Stock				X																	X											

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through Saddlepoint Equity L.L.C. (Continuation))

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C — Type 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	$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	**Paxar Corp.**																																
	Common Stock			X																		X											
S	**Janus Capital Group, Inc.**																																
	Common Stock			X																		X											
S	**Macrovision Corporation**																																
	Common Stock			X																		X											
S	**eResearch Technology, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name
00000230805
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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, DC, or J	Block A	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	**RCBA KCI Capital Partners, L.P.:**																																
	(1.28% owned by Blum Capital Partners, L.P.)																																
	(.82% owned by Richard C. Blum)																																
	(.11% owned by Richard C. Blum Keogh)																																
	(.20% owned by Blum Family Partners, L.P.)																																
S	**Kinetic Concepts, Inc.**																																
	Common Stock								X													X											

Reporting Individual's Name
00000230806
DIANNE FEINSTEIN

PART IIIA. PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by spouse through RCBA KCI Managers L.L.C.)

BLOCK A
Identity of Publicly Traded Assets And Unearned Income Sources

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B
Valuation of Assets
At the close of reporting period. If None, or less than $1,001, Check the first column.

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

	Block A	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: 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
Example:	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**RCBA - KCI Managers, L.L.C.:**																																
	San Francisco, CA																																
	(43.7% owned by Richard C. Blum)																																
S	**Kinetic Concepts, Inc.**																																
	Common Stock							X														X											

Reporting Individual's Name
00000230807
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Blum Family Partners, L.P.:**																																
	(100% owned by Richard C. Blum)																																
S	**RAE Systems, Inc.**																																
	Common Stock								X													X											
S	**Northwest Airlines Corporation**																																
	Common Stock	X															X					X											

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**Blum Family NWA Investors, L.P.:**																																
	San Francisco, CA																																
S	**Northwest Airlines Corporation**																																
	St. Paul, MN																																
	Common Stock	X																				X											

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
	(S) Keystone Fund					X										X		X			*Example*	X											*Example*
S	**URS Corporation**																																
	Common Stock						X															X											
S	**Global Crossing Holdings, Ltd.**																																
	Common Stock	X																				X											
S	**Glenborough Realty Trust, Inc.**																																
	Common Stock & Stock Option					X																X											
S	**Intuitive Surgical, Inc.**																																
	Common Stock	X																				X											
S	**NeoSpire, Inc.**																																
	Common Stock	X																				X											

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the complete name of each publicly traded asset held by you, your spouse, or your dependent child, *(See p.3, CONTENTS OF REPORTS Part B of Instructions)* for production of income or investment which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include on this PART IIIA a complete identification of each public bond, mutual fund, publicly traded partnership interest, excepted investment funds, bank accounts, excepted and qualified blind trusts, and publicly traded assets of a retirement plan.

BLOCK B — Valuation of Assets

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

BLOCK C — Type and Amount of Income

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

	Block A	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 $1,000,001 - $5,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
S, DC, or J	*IBM Corp. (stock)*				X									X							*Example*		X										*Example*
S, DC, or J	*(S) Keystone Fund*					X										X		X			*Example*	X											*Example*
S	**CB Richard Ellis Group, Inc.**																																
	Common Stock			X																		X											

Reporting Individual's Name
000002 20311
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: 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: 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	$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	X	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.

Reporting Individual's Name
00000230812
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	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: 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	$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	**Richard C. Blum Marital Trust of 1994**																																
	(Dianne Feinstein is primary beneficiary)																																
	Independence Inv. Growth Income Fund			X														X															
	Brandies International Equity Fund			X														X															
	Wellington Mid Cap Growth Fund			X														X															
	Frontier Capital Appreciation			X														X															
	Independence Inv. Short Term Bond Fund			X														X															
	Franklin Small – Mid Cap Growth			X														X															

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

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

Reporting Individual's Name
00002308 13
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	BLOCK A	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: 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	$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
	Dreyfus Developing Leader			X														X															
	Jennison Portfolio Fund			X														X															
	Prudential Value			X														X															
	Prudential Diversified Bond			X														X															

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

Reporting Individual's Name
DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 – $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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
S, DC, or J	Example: Undeveloped land, Dubuque, Iowa					X															Example	X											Example
M	Richard C. Blum Marital Trust of 1996																																
	(Dianne Feinstein is primary beneficiary)																																
	Independence Inv. Growth Income Fund			X														X															
	Brandies International Equity Fund			X														X															
	Wellington Mid Cap Growth Fund			X														X															
	Independence Inv. Short Term Bond Fund			X														X															
	Frontier Capital Appreciation			X														X															

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

Reporting Individual's Name
DIANNE FEINSTEIN 00000238815

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: 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: 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	$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
J	**Carlton Hotel Properties, L.P.**																																
	San Francisco, CA										X				X												X						
J	**Bank of America**																																
	San Francisco, CA																																
	Deposit Account		X													X								X									
J	**First Republic Bank**																																
	San Francisco, CA																																
	Deposit Account			X												X								X									

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

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	BLOCK A	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: 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	$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	**Princeville, Kauai – Hawaii**																																
	Condominium									X					X												X						
J	**Tahoe Tavern**																																
	Tahoe City																																
	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.

Reporting Individual's Name
DIANNE FEINSTEIN 000002308 17

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 Capital Partners, L.P.**																																
	San Francisco, CA																																
S	**BK Capital Partners IV, L.P.**																																
	San Francisco, CA																																
	(See pages 9-15 for publicly traded assets)																																
	(See page 116 for non publicly traded assets)																																
S	**Blum Strategic GP (Cayman), L.P.**																																
	San Francisco, CA	X														X										X							

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

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

Reporting Individual's Name
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**RCBA Newbridge LAF, L.L.C.**																																
	San Francisco, CA							X						X		X	X									X							
S	**ChrysCap I, L.L.C.**																																
	Port Louis, Mauritius	X														X	X												X				
S	**Stinson Capital Partners, L.P.**																																
	San Francisco, CA																																
	(See pages 16-22 for publicly traded assets)																																

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

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

Reporting Individual's Name
DIANNE FEINSTEIN 00000023819

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: 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: 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	$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	**Stinson Capital Partners II, L.P.**																																
	San Francisco, CA																																
	(See pages 44-49 for publicly traded assets)																																
	(See page 117 for non publicly traded assets)																																
S	**Stinson Capital Partners D, L.P.**																																
	San Francisco, CA																																
	(See pages 30-36 for publicly traded assets)																																
S	**PB Capital Partners, L.P.**																																
	San Francisco, CA (See page 8 for publicly traded assets)																																

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

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

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))

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.

	Block A	Block B: 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: 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	$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	**Stinson Capital Partners M, L.P.**																																
	San Francisco, CA																																
	(See pages 37-43 for publicly traded assets)																																
S	**Stinson Capital Partners QP, L.P.**																																
	San Francisco, CA																																
	(See pages 23-29 for publicly traded assets)																																
S	**RCBA – KCI Capital Partners, L.P.**																																
	San Francisco, CA																																
	(See page 95 for publicly traded assets)																																

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

Reporting Individual's Name
DIANNE FEINSTEIN 000002308 21

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	BLOCK A	BLOCK B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	BLOCK C: Type 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	$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 G.C. L.P.**																																
	San Francisco, CA																																
	(See page 121 for non publicly traded assets)																																
S	**Blum Strategic GP, L.L.C.**																																
	San Francisco, CA																																
	(See pages 61-62 for publicly traded assets)																																
	(See page 119 for non-publicly traded assets)																																

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

Reporting Individual's Name
DIANNE FEINSTEIN

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

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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, L.L.C.**																																
	San Francisco, CA																																
	(See pages 63-64 for publicly traded assets)																																
	(See page 120 for non-publicly traded assets)																																
S	**Blum GA, L.L.C.**																																
	San Francisco, CA																																
	(See pages 127-128 for non-publicly traded assets)																																

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

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

Reporting Individual's Name
DIANNE FEINSTEIN 00000230623

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	BLOCK A	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: 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	$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	**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		X	X								X								
S	**Latam GP, L.P.**																																
	Fort Worth, TX			X										X		X	X								X								
S	**Tarrant Venture Partners, L.P.**																																
	Fort Worth, TX			X												X						X											

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

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

Reporting Individual's Name
00000308 24
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 (K*Tec) Co. Investment Partners, L.P.**																																
	San Francisco, CA	X																				X											
S	**TPG Associates IV, L.P.**																																
	Fort Worth, TX							X						X		X	X										X						
S	**RCBA LAF Equity Partners, L.L.C.**																																
	San Francisco, CA						X							X		X	X											X					
S	**Blum GA III Equity Partners, L.L.C.**																																
	San Francisco, CA																																
	(See page 123 for non publicly traded assets)																																

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

Reporting Individual's Name
00000230825
DIANNE FEINSTEIN

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

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

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

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

BLOCK C
Type and Amount of Income

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

	BLOCK A	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: 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	$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 GA III, L.L.C.**																																
	San Francisco, CA																																
	(See page 122 for non publicly traded assets)																																
S	**Stinson Capital Partners A, L.P.**																																
	San Francisco, CA																																
	(See pages 57-60 for publicly traded assets)																																
S	**Stinson Capital Partners S, L.P.**																																
	San Francisco, CA																																
	(See page 50-56 for publicly traded assets)																																

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐
*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Richard C. Blum & Associates, Inc.)

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	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: 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	$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	**Richard C. Blum & Associates, Inc.**																																
	San Francisco, CA																																
S	**FWHY-88 Investors, L.P.**																																
	Fort Worth, TX		X											X		X	X					X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through BK Capital Partners IV, L.P.)

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**BK Capital Partners IV, L.P.**																																
	San Francisco, CA																																
	(1.94% owned by Blum Capital Partners, L.P.)																																
S	**RCBA – KCI Partners, L.P.**																																
	San Francisco, CA				X																	X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐
*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Stinson Capital Partners II, L.P.)

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.

	Block A	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: 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	$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	**Stinson Capital Partners II, L.P.**																																
	San Francisco, CA																																
	(.14% owned by Blum Capital Partners, L.P.)																																
S	**Blum Strategic Partners, 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.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Stinson Capital Partners II, L.P. (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 Partners II, L.P.**																																
	San Francisco, CA			X										X		X	X									X							
S	**Blum Strategic Partners III, L.P.**																																
	San Francisco, CA		X											X		X	X					X											
S	**Blum Strategic KFB, L.P.**																																
	San Francisco, CA	X															X						X										

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP, L.P.)

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 GP, L.L.C.**																																
	San Francisco, CA																																
	(27.48% owned by Richard Blum)																																
	(Blum Strategic GP L.L.C. owns 1.0%of Blum Strategic Partners, L.P.																																
S	**Thayer – Blum Funding III, L.L.C.**																																
	Washington, D.C.			X																		X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic Equity, L.L.C.)

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	BLOCK A	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: 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	$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, L.L.C.**																																
	San Francisco, CA																																
	(25.22% owned by Richard C. Blum)																																
	(.47 owned by Blum Capital Partners, L.P.)																																
	(Blum Strategic Equity L.L.C. owned 3.69% of Blum Strategic Partners III, L.P.																																
S	**Thayer – Blum Funding III, L.L.C.**				X																	X											
	Washington, D.C.																																
S	**RCBA Strategic KFB, L.P.**																																
	San Francisco, CA	X															X												X				

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
00000230832
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum GC, L.P.)

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 GC, L.P.**																																
	San Francisco, CA																																
	(99% owned by Blum Capital Partners, L.P.)																																
	(1% owned by Blum Investment Partners, L.P.)																																
S	**Newbridge Genpar Partners, L.P.**																																
	Fort Worth, TX					X										X						X											
S	**Golden BCP, Inc.**																																
	Fort Worth, TX		X																			X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
00000230833
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum GA III, L.L.C.)

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "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.

	Block A	Block B: 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: 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	$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*
	Undeveloped land, Dubuque, Iowa					X															*Example*	X											*Example*
S	**Blum GA III, L.L.C.**																																
	San Francisco, CA																																
	(99% owned by Blum Capital Partners, L.P.)																																
	(1% owned by Blum Investment Partners, L.P.)																																
S	**Newbridge Asia Genpar III, L.P.**																																
	Fort Worth, TX							X						X		X	X					X											
S	**Newbridge Advisors, 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.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum GA III Equity, L.L.C.)

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.

	BLOCK A	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: 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	$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 GA III Equity Partners, L.L.C.**																																
	San Francisco, CA																																
	(99% owned by Blum Capital Partners, L.P.)																																
	(1% owned by Blum Investment Partners, L.P.)																																
S	**Newbridge Equity Asia III, L.P.**																																
	Fort Worth, TX								X					X		X	X					X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Investment Partners, Inc.)

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 Investment Partners, Inc.**																																
	San Francisco, CA																																
	(100% owned by Richard C. Blum)																																
S	**Blum GA, L.L.C.**																																
	San Francisco, CA																																
	(See pages 127-128 for non publicly traded assets)																																
S	**Blum GC, L.L.C.**																																
	San Francisco, CA																																
	(See page 121 for non publicly traded assets)																																

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐
*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Investment Partners, Inc. (Continuation))

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 GA III Equity Partners, L.L.C.**																																
	San Francisco, CA																																
	(See page 123 for non publicly traded assets)																																
S	**Blum GA III, L.L.C.**																																
	San Francisco, CA																																
	(See page 122 for non publicly traded assets)																																
S	**BCP AMTH, L.P.**																																
	San Francisco, CA																																
	(1.0% owned through Blum Investment Partners, Inc.)																																

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
00002308 37
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Investment Partners, Inc. (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: 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: 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	$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	**Rattlesnake Funding, L.L.C.**																																
	San Francisco, CA																																
	(1.0% owned through Blum Investment Partners, Inc.)		X													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.

Reporting Individual's Name 00000230833
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum GA, L.L.C.)

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period. If None, or less than $1,001, Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: 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: 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	$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 GA, L.L.C.**																																
	San Francisco, CA																																
	(99% owned by Blum Capital Partners, L.P.)																																
	(1% owned by Blum Investment, Inc.)																																
S	**Newbridge Asia II, L.P.**																																
	Fort Worth, TX							X						X		X	X												X				
S	**Newbridge Asia Advisors, Inc.**																																
	Fort Worth, TX	X																				X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum GA, L.L.C.(continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

		Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Newbridge Asia GenPar II, L.P.**																																
	Fort Worth, TX				X									X		X	X					X											
S	**Newbridge Genpar Advisors, L.P.**																																
	Fort Worth, TX				X											X	X												X				
S	**Newbridge Capital, 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.

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.)

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.

	BLOCK A	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: 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	$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 II, L.L.C.**																																
	San Francisco, CA																																
	(7.53% owned by Richard C. Blum)																																
	(Blum Strategic Equity II, L.L.C. owned 1.77% of Blum Strategic Partners, II, L.P.																																
S	**Current Media, L.L.C**																																
	(Formerly INdTV Holdings, L.L.C.)																																
	San Francisco, CA			X												X						X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐
*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name: 00000230841
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP II, L.L.C.)

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

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.

	Block A	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: 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	$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 GP II, L.L.C.**																																
	San Francisco, CA																																
	(27.48% owned by Richard C. Blum)																																
	(Blum Strategic GP II, L.L.C. owned 1.89% of Blum Strategic Partners, II, L.P.																																
	(Blum Strategic GP II, L.L.C. owned 1.0% of Blum Strategic Partners II GmbH & Co.)																																
S	**Current Media, L.L.C.** (Formerly INdTV Holdings, L.L.C.)				X											X						X											
	San Francisco, CA																																
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.

Reporting Individual's Name: 00000238842
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic GP III, L.L.C.)

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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 GP III, L.L.C.**																																
	San Francisco, CA																																
	(22.57% owned by Richard C. Blum)																																
	Blum Strategic Partners III, L.P.																																
	(1% owned by Blum Strategic GP III, L.L.C.)																																
S	**Axispointe, Inc.**																																
	Preferred Stock		X																			X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
00000230343
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Strategic Equity III, L.L.C.)

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "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.

	Block A	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: 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	$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 III, L.L.C.**																																
	San Francisco, CA																																
	(15.0% owned by Richard C. Blum)																																
	Blum Strategic Partners III, L.P.																																
	(3.1% owned by Blum Strategic Equity III, L.L.C.)																																
S	**Axispointe, Inc.**																																
	Preferred Stock			X																		X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
00000250844
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P.)

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.

	Block A	Block B: 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: 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	$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 Family Partners, L.P.:**																																
	San Francisco, CA																																
S	**Thayer Hotel Investments III, L.L.C.**																																
	Annapolis, MD						X															X											
S	**AEOW 2000 L.P.**																																
	San Francisco, CA				X									X		X	X									X							
S	**RCBA-KCI Capital Partners, L.P.**																																
	San Francisco, CA																																
	(See page 95 for publicly traded asset)																																

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
00000235845
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	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: 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	$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	**BCP AMTH, L.P.**																																
	San Francisco, CA					X								X		X	X					X											
S	**Social Enterprise, Inc.**																																
	Sausalito, CA	X																				X											
S	**ValueAct Capital Partners, L.P.**																																
	San Francisco, CA		X																			X											
S	**Francisco Partners, L.P.**																																
	San Francisco, CA					X								X		X	X										X						

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse through Blum Family Partners, L.P. (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Stinson Capital Partners QP, L.P.**																																
	San Francisco, CA																																
	(See pages 23-29 for publicly traded assets)																																
S	**Central Station Land, L.L.C.**																																
	Emeryville, CA			X																		X											
S	**Stinson Capital Partners, L.P.**																																
	San Francisco, CA																																
	(See pages 16-22 for publicly traded assets)																																

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name: 0000002 308 47
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period. If None, or less than $1,001, Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: 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: 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	$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	**ChrysCap II, L.L.C.**																																
	Port Louis, Mauritius						X							X		X	X												X				
S	**Astar Cargo Holdings**																																
	Miami, FL								X					X			X													X			
S	**NB Hanaro Partners, L.P.**																																
	Fort Worth, TX							X														X											
S	**NB Hanaro Partners II, 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.

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))

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.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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*
	Undeveloped land, Dubuque, Iowa					X															*Example*	X											*Example*
S	**KFB Newbridge GenPar, L.P.**																																
	Fort Worth, TX	X														X	X													X			
S	**Consortium on Reading Excellence**																																
	Berkeley, CA				X																	X											
S	**Strange Collective**																																
	San Francisco, CA				X																	X											
S	**Second City Capital, L.P.**																																
	Vancouver, B.C.					X								X		X	X												X				

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
00000230349
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period.
If None, or less than $1,001,
Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	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: 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	$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*
	Undeveloped land, Dubuque, Iowa					x															*Example*	x											*Example*
S	**TPG Associates IV, L.P.**																																
	Fort Worth, TX							X																									
S	**Strategic Recovery Fund**																																
	London, UK					X																X											
S	**Blum Holdings Spokane, L.P.**																																
	San Francisco, CA								X						X							X											
S	**OZ Fitness**																																
	Spokane, WA								X													X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (Continuation))

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.

	Block A	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: 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	$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	**BBA Foresight L.L.C.**																																
	Tucson, AZ								X													X											
S	**Bill Press Partners, L.L.C.**																																
	Washington, D.C.			X																		X											
S	**Saddlepoint Equity, L.L.C.**																																
	San Francisco, CA																																
	(See pages 90-97 for publicly traded assets)																																
S	**Long Bar Argentina, L.L.C.**																																
	Phoenix, AZ								X													X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name: 00009230851
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse through Blum Family Partners, L.P. (Continuation))

BLOCK A — Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B — Valuation of Assets

At the close of reporting period. If None, or less than $1,001, Check the first column.

BLOCK C — Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$100,001 - $1,000,000	Over $1,000,001***	$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	**CBRE Realty Finance, Inc.**																																
	Hartford, CT								X													X											
S	**CB Richard Ellis Partners U.S. IV, L.L.C.**																																
	Los Angeles, CA			X										X								X											
S	**Laurel Inn Associates, L.L.C.**																																
	San Francisco, CA								X						X												X						

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name 000002 308852

DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse)

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.

	Block A	Block B: 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: 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	$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	**Peachtree Cable Holdings, Ltd.**																																
	Fort Worth, TX																																
	(.001% owned by Richard C. Blum)	X												X		X	X					X											
S	**Peachtree Cable Associates, Ltd.**																																
	Fort Worth, TX																																
	(.001% owned by Richard C. Blum)	X												X		X	X					X											
S	**Schwab Institutional**																																
	Schwab Money Market Fund	X																				X											

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name: 00000230853
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period. If None, or less than $1,001, Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	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: 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	$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 Advisors, L.L.C.**																																
	San Francisco, CA	X																				X											
S	**Blum Strategic Advisors II, L.L.C.**																																
	San Francisco, CA	X																				X											
S	**Blum Strategic Advisors III, 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.

Reporting Individual's Name: 00000230854
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period. If None, or less than $1,001, Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: 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: 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	$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	**Lake Merced**																																
	San Francisco, CA																																
	Condominium						X								X							X											
S	**LAF Management, Inc.**																																
	Fort Worth, TX	X																				X											
S	**Credit Suisse Large Cap Value Fund**																																
	San Francisco, CA					X												X															

EXEMPTION TEST *(see instructions before marking box)*: If you omitted any asset because it meets the three-part test for exemption described in the instructions, please check box to the right. ☐

*** This category applies only if the asset is/was held independently by the spouse or dependent child. If the asset is/was either held by the filer or jointly held, use the other categories of value, as appropriate.

Reporting Individual's Name
00000230855
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES
(Assets owned by Spouse (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period. If None, or less than $1,001, Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C: Type 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	$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	**Newbridge KFB Co. Investment**																																
	San Francisco, CA	X																				X											
S	**Loeb Investors LXIV**																																
	New York, NY																																
S	**Escrow Partners, Inc.**																																
	Laguna Niguel, CA			X										X		X						X											
S	**Bank of America**																																
	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.

Reporting Individual's Name
00000239856
DIANNE FEINSTEIN

PART IIIB. NON-PUBLICLY TRADED ASSETS AND UNEARNED INCOME SOURCES (Assets owned by Spouse (Continuation))

BLOCK A
Identity of Non-Publicly Traded Assets and Unearned Income Sources

Report the name, address (city, state and description) of each interest held by you, your spouse, or your dependent child (See p.3, CONTENTS OF REPORTS Part B of Instructions) for the production of income or investment in a non-public trade or business which:
(1) had a value exceeding $1,000 at the close of the reporting period; and/or
(2) generated over $200 in "unearned" income during the reporting period.
Include the above report for each underlying asset, which is not incidental to the trade or business. Publicly traded assets held by non-public entity may be listed on Part IIIA.

BLOCK B
Valuation of Assets

At the close of reporting period. If None, or less than $1,001, Check the first column.

BLOCK C
Type and Amount of Income

If "None (or less than $201)" is Checked, no other entry is needed in Block C for that item. This includes income received or accrued to the benefit of the individual.

	Block A	Block B: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Block C (Type of Income): Dividends	Rent	Interest	Capital Gains	Excepted Investment Fund	Excepted Trust	Qualified Blind Trust	Other (Specify Type)	Block C (Amount of Income): None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000***	$1,000,001 - $5,000,000	Over $5,000,000	Actual Amount Required if "Other" Specified
Example: S, 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														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.

Reporting Individual's Name: 00000230857
DIANNE FEINSTEIN

PART V. GIFTS

Report the source, brief description and value of all gifts aggregating more than $285 in value received by you, your spouse, or your dependent child, (See p.3 CONTENTS OF REPORTS Part B of Instructions), from each source. Gifts with a value of $114 or less need not be aggregated towards the disclosure threshold. "Gift" is defined in the Instructions.

Exclude: (1) Bequests and other forms of inheritance; (2) Political campaign contributions; (3) Communications to your offices including subscriptions to newspapers and periodicals; (4) Consumable products provided by home state businesses to your offices, if those products are intended for consumption by persons other than yourself; (5) Gifts received prior to your Federal employment; (6) Gifts to your spouse or dependent child totally independent of his or her relationship to you; (7) Gifts from relatives; (8) Personal hospitality of any individual (see instructions); (9) meals and beverages unless consumed in connection with a gift of overnight lodging; and (10) Food, lodging, transportation, and entertainment provided by a foreign government within a foreign country, or by federal, state, D.C., or local governments.

	Name of Income Source	Address of Source	Dates and Brief Description	Gift Value
Example:	*Mr. John Q. Smith*	*Anytown, VA* *Example*	*August 12, 200X, Silver platter - Ethics Committee waiver granted*	*$400*
1	Marlene & Fred Malek	Washington, DC	January 20, 2005	
			Jay Strongwater Frame	$900.00
			Ethics Committee waiver granted	
2	Mr. Howard Margueleas	Incline Village, Nevada	January 6, 2005	
			Framed Photograph	$395.00
			Ethics Committee waiver granted	
	Please see attached waiver			

Note: The Senate Gift Rule prohibits most gifts in excess of $49.99.

GEORGE V. VOINOVICH, OHIO, CHAIRMAN
TIM JOHNSON, SOUTH DAKOTA, VICE CHAIRMAN

PAT ROBERTS, KANSAS
CRAIG THOMAS, WYOMING

DANIEL AKAKA, HAWAII
MARK PRYOR, ARKANSAS

ROBERT L. WALKER, CHIEF COUNSEL AND STAFF DIRECTOR
ANNETTE M. GALLIS, CHIEF CLERK

TELEPHONE: (202) 224-2981
FACSIMILE: (202) 224-7416

United States Senate

SELECT COMMITTEE ON ETHICS

HART SENATE OFFICE BUILDING, ROOM 220
SECOND AND CONSTITUTION AVENUE, NE
WASHINGTON, DC 20510-6425

January 28, 2005

The Honorable Dianne Feinstein
United States Senate
Washington, D.C. 20510

Dear Senator Feinstein:

This responds to your January 25, 2005, letter regarding a gift given to you by Marlene and Fred Malek. Specifically, you inform the Committee that you received a Jay Strongwater frame valued at $900. You represent to the Committee that the Maleks are close family friends of long-standing and that they are not registered lobbyists and have not discussed any business pending before the Senate with you. You further represent that the gift was purchased with the Malek's personal funds. You ask the Committee whether you may accept the gift under Senate Rule 35.

Senate Rule 35, prohibits a Member, officer, or employee of the Senate from receiving any gift of a value of $50 or more, or gifts from one source (of $10 or more) that aggregate $100 or more during a calendar year. Paragraph 1(c)(1) of Senate Rule 35 provides that this rule does not apply to anything for which a Member, officer, or employee pays fair market value, or does not use and promptly returns.

Paragraph 1(c)(4)(A) of Senate Rule 35 also provides that the restrictions of the Gifts Rule will not apply to anything provided by an individual on the basis of a personal friendship unless the Member, officer, or employee has reason to believe that, under the circumstances, the gift was provided because of the official position of the Member, officer, or employee and not because of personal friendship.

Section 1(e) of the Gifts Rule further provides that a gift with a value in excess of $250 made on the basis of personal friendship may not be accepted under subparagraph 1(c)(4) of the Rule unless the Committee issues a written determination that the personal friendship exception applies.

From the information that you have provided, it appears that the Maleks are longstanding close personal friends of both you and your husband, and thus, there is a basis to conclude that the gift was based on personal friendship as contemplated by the Gifts Rule. Therefore, the Committee has made a determination that the personal friendship exception provision of the Senate Gifts Rule (*see* above) applies to this situation. As you acknowledge in your letter to the Committee, it will be necessary for you to report the gift on your Financial Disclosure Report covering the calendar year in which it was received.

Thank you for bringing this matter to the attention of the Committee. If you have any additional questions, please do not hesitate to contact the Committee.

Sincerely,

Robert L. Walker
Chief Counsel and Staff Director

0000025085

GEORGE V. VOINOVICH, OHIO, CHAIRMAN
TIM JOHNSON, SOUTH DAKOTA, VICE CHAIRMAN

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MARK PRYOR, ARKANSAS

ROBERT L. WALKER, CHIEF COUNSEL AND STAFF DIRECTOR
ANNETTE M. GILLIS, CHIEF CLERK

TELEPHONE: (202) 224-2981
FACSIMILE: (202) 224-7416

United States Senate

SELECT COMMITTEE ON ETHICS

HART SENATE OFFICE BUILDING, ROOM 220
SECOND AND CONSTITUTION AVENUE, NE
WASHINGTON, DC 20510-6425

February 3, 2005

The Honorable Dianne Feinstein
Office of Senator Feinstein
United States Senate
Washington, D.C. 20510

Dear Senator Feinstein:

This responds to your January 27, 2005, letter to the Committee regarding a gift offered to you and your spouse by your close personal friend Mr. Howard Marguelas. The Committee understands that Mr. Marguelas recently gave you a framed photograph, valued at $395.00.

You advise that you and your spouse have been friends with Mr. Marguelas for more than 45 years and that this friendship preceded your term in office. You further advise that, because of this long-standing friendship, you and your spouse have exchanged other gifts with Mr. Marguelas over the years. The Committee understands that, to the best of your knowledge, Mr. Marguelas has not given framed photographs or similar gifts to any other Members of Congress.

You state that "Mr. Marguelas is a close family friend of long-standing." You further state that "[Mr. Marguelas] is not a registered lobbyist, he did not obtain funds for the gift from some outside source and he has not discussed with me any pending business before the Senate." The Committee further understands that Mr. Marguelas has never lobbied you and that he does not have any matters of legislative interest pending before the Senate, or specifically with your Senate office. Lastly, you advise that Mr. Marguelas personally paid for this gift with his own funds.

You ask whether, under these circumstances, you may accept this gift under the Senate Rules.

Senate Rule 35, prohibits a Member, officer, or employee of the Senate from receiving any gift of a value of $50 or more, or gifts from one source (of $10 or more) that aggregate $100 or more during a calendar year. Paragraph 1(c)(1) of Senate Rule 35 provides that this rule does not apply to anything for which a Member, officer, or employee pays fair market value, or does not use and promptly returns.

0000230856

Paragraph 1(c)(4)(A) of Senate Rule 35 also provides that the restrictions of the Gifts Rule will not apply to anything provided by an individual on the basis of a personal friendship unless the Member, officer, or employee has reason to believe that, under the circumstances, the gift was provided because of the official position of the Member, officer, or employee and not because of personal friendship.

Section 1(e) of the Gifts Rule further provides that a gift with a value in excess of $250 made on the basis of personal friendship may not be accepted under subparagraph 1(c)(4) of the Rule unless the Committee issues a written determination that the personal friendship exception applies.

Based upon the information that you have provided, it appears that Mr. Marguelas's gift of a framed photograph may be considered a gift based upon personal friendship, as contemplated by the Gifts Rule, and not one given to you because of your official position. This particularly appears to be the case because of the longstanding friendship between you and your spouse and Mr. Marguelas, which preceded your term in Congress, the fact that on several other occasions you and Mr. Marguelas have exchanged gifts over the years, and that Mr. Marguelas has not given similar gifts to other Members of Congress. Therefore, under the circumstances, this gift appears to be within the broad class of gifts covered by paragraph 1(c)(4) and it appears that you may accept the gift under the personal friendship exception to the Gifts Rule.

Thank you for brining this matter to the Committee's attention. If you have any further questions, please do not hesitate to contact the Committee.

Sincerely,

Robert L. Walker
Chief Counsel
and Staff Director

0000020360

Reporting Individual's Name
00000238861
DIANNE FEINSTEIN

PART VII. LIABILITIES
(Liabilities of Dianne Feinstein & Spouse)

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
J	GMAC Mortgage Corp.	San Francisco, CA	Mortgage on rental property														
			Kauai, HI	1987	5.25%	30 yrs				X							
J	First Republic Bank	San Francisco, CA	Line of Credit														
			Carlton Hotel San Francisco, CA	2001	6.85%	10 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.

Reporting Individual's Name
DIANNE FEINSTEIN 00008023R862

PART VII. LIABILITIES
(Liabilities of Spouse)

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	Mortgage on Rental Property San Francisco, CA	2001	Variable	30 yrs					X						
S	Bank of America	San Francisco, CA	Term Loan – Blum Capital Partners, L.P.	2005	Variable	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.