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Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions

Name of foundation

THE SEMEL CHARITABLE FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

9460 WILSHIRE BLVD.

Room/suite

600

City or town, state, and ZIP code

BEVERLY HILLS, CA 90212

A Employer identification number

95-4691748

B Telephone number

310-888-3600C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 18,191,594.J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received	0.			
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	789,565.	789,565.	789,565.	STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	194,449.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		194,449.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	984,014.	984,014.	789,565.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees STMT 2	42,326.	0.	42,326.	0.
17 Interest				
18 Taxes STMT 3	22,488.	0.	22,488.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 4	210.	0.	210.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	65,024.	0.	65,024.	0.
25 Contributions, gifts, grants paid	701,250.			701,250.
26 Total expenses and disbursements. Add lines 24 and 25	766,274.	0.	65,024.	701,250.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	217,740.			
b Net investment income (if negative, enter -0-)		984,014.		
c Adjusted net income (if negative, enter -0-)			724,541.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		371,912.	147,231.	147,231.
	2	Savings and temporary cash investments		2,684,059.	3,564,400.	3,564,400.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 5		7,390,355.	7,711,095.	7,779,313.
	b	Investments - corporate stock				
	c	Investments - corporate bonds STMT 6		7,405,171.	5,713,636.	5,897,911.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 7		0.	795,492.	802,739.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		17,851,497.	17,931,854.	18,191,594.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		17,851,497.	17,931,854.	
30	Total net assets or fund balances		17,851,497.	17,931,854.		
31	Total liabilities and net assets/fund balances		17,851,497.	17,931,854.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	17,851,497.
2	Enter amount from Part I, line 27a	2	217,740.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	18,069,237.
5	Decreases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	5	137,383.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,931,854.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CITY NATIONAL BANK 479111100 (SEE ATTACHED)		VARIOUS	VARIOUS
b CITY NATIONAL BANK 479111100 (SEE ATTACHED)		VARIOUS	VARIOUS
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			173,324.
b			21,125.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			173,324.
b			21,125.
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 2 194,449.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3 173,324.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	3,033,800.	15,693,972.	.193310
2007	6,712,420.	22,344,611.	.300404
2006	6,134,778.	23,537,780.	.260635
2005	2,077,869.	15,335,742.	.135492
2004	1,855,250.	1,994,241.	.930304

2 Total of line 1, column (d)	2	1.820145
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.364029
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	16,112,481.
5 Multiply line 4 by line 3	5	5,865,410.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,840.
7 Add lines 5 and 6	7	5,875,250.
8 Enter qualifying distributions from Part XII, line 4	8	701,250.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	19,680.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	19,680.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	19,680.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	571.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	20,251.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► **N/A**

14 The books are in care of ► **TAG PARTNERS, L.L.C.** Telephone no. ► **310-888-3600**
 Located at ► **9460 WILSHIRE BLVD., SUITE 600, BEVERLY HILLS, CA** ZIP+4 ► **90212**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year ► **15** **N/A**

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No		
If "Yes," list the years: , , ,		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. , , ,		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Form 990-PF (2009)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
TERRY SEMEL	CO-CHAIRMAN/PRESIDENT			
9460 WILSHIRE BLVD., SUITE 600	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				
JANE SEMEL	CO-CHAIRMAN/CEO			
9460 WILSHIRE BLVD., SUITE 600	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				
BERNARD J. BEISER	CFO AND SECRETARY			
9460 WILSHIRE BLVD., SUITE 600	0.00	0.	0.	0.
BEVERLY HILLS, CA 90212				

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2009)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2009)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,479,265.
b	Average of monthly cash balances	1b	878,584.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	16,357,849.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	16,357,849.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	245,368.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,112,481.
6	Minimum investment return. Enter 5% of line 5	6	805,624.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	805,624.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	19,680.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	19,680.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	785,944.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	785,944.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	785,944.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	701,250.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	701,250.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	701,250.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2009)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				785,944.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	1,755,538.			
b From 2005	1,318,630.			
c From 2006	4,980,509.			
d From 2007	5,625,420.			
e From 2008	2,268,186.			
f Total of lines 3a through e	15,948,283.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	701,250.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				701,250.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	84,694.			84,694.
6 Enter the net total of each column as indicated below:	15,863,589.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	1,670,844.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	14,192,745.			
10 Analysis of line 9:				
a Excess from 2005	1,318,630.			
b Excess from 2006	4,980,509.			
c Excess from 2007	5,625,420.			
d Excess from 2008	2,268,186.			
e Excess from 2009				

N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

3 Grants and Contributions Paid During the Year or Approved for Future Payment

923611 02-02-10

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|--|--|------------|-----------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | | Yes | No |
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[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sian Here

Signature of officer or trustee

Date _____

~~Title~~

Preparer's
signature

Firm's name (or yours
if self-employed),
address, and ZIP code

RSM MCGLADREY, INC.
21700 OXNARD STREET, SUITE 1030
WOODLAND HILLS, CA 91367-3688

Date 11/1/2011

☐ Check if self-employed

Preparer's identifying number

EIN 1

Phone no. (818) 961-3000

Form **990-PF** (2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II	Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	THE SEMEL CHARITABLE FOUNDATION	95-4691748
	Number, street, and room or suite no. If a P.O. box, see instructions. 9460 WILSHIRE BLVD., NO. 600	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BEVERLY HILLS, CA 90212	

Check type of return to be filed (File a separate application for each return):

- ☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

TAG PARTNERS, L.L.C.

- The books are in the care of **9460 WILSHIRE BLVD., SUITE 600 - BEVERLY HILLS, CA 90212**

Telephone No **310-888-3600**

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010**

5 For calendar year **2009**, or other tax year beginning ☐ , and ending ☐

6 If this tax year is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period

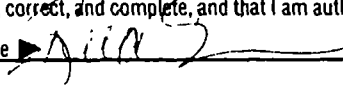
7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED TO GATHER THE TAX INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	0.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature 

Title ☐

Date **7/26/10**

PROVIDENT FINANCIAL MANAGEMENT
A BUSINESS OF RSM MCGILADREY
21700 OXNARD ST., SUITE 1030
WOODLAND HILLS, CA 91367

Form 8868 (Rev. 4-2009)

DECLARATION OF PUBLICATION

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

ATTN MR ADAM KARP

T A G PARTNERS LLC
CERTIFIED PUBLIC ACCOUNTANTS
9460 WILSHIRE BLVD STE 600
BEVERLY HILLS CA 90212-2719

AVAILABILITY OF ANNUAL RETURN
SEMEL CHARITABLE FOUNDATION

NOTICE OF AVAILABILITY OF ANNUAL RETURN

Pursuant to Section 6104(d) of the Internal Revenue Code, notice is hereby given that the annual return for the year ending December 31, 2009 of the SEMEL CHARITABLE FOUNDATION, a private foundation, is available for public inspection by any interested citizen who requests it at the foundation's principal office located at c/o T A G Partners, LLC, 9460 Wilshire Blvd., Suite 600, Beverly Hills, CA 90212, telephone (310) 888-3630, beginning on the date of this publication and for 180 days thereafter during normal business hours.

The principal manager of the foundation is Terry Semel
CN841063 FDN 419 Jul 13, 2010

The undersigned says:

I am over the age of 18 years and a citizen of the United States. I am not a party to and have no interest in this matter. I am a principal clerk of the LOS ANGELES BULLETIN*, a newspaper of general circulation in the City of Los Angeles, the Judicial District of Los Angeles, the County of Los Angeles, and the State of California, as adjudicated in Los Angeles Superior Court Case No. BS014387. The notice, a printed copy of which appears hereon, was published on the following date(s): Jul 13, 2010

I declare under penalty of perjury that the foregoing is true and correct. Executed at Los Angeles, California on 07/13/10.



signature

Los Angeles Bulletin

P O. Box 60859
Los Angeles, Ca 90060

Phone (213) 346-0033

Fax (213) 687-3886

Cust. Num : 012532

Control Num.: 841063

Cust. Ref Num.: FDN 419



FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CNB INVESTMENTS 479111100	3,310.	0.	3,310.
CNB INVESTMENTS 479111100 - CORP BOND INT	786,255.	0.	786,255.
TOTAL TO FM 990-PF, PART I, LN 4	789,565.	0.	789,565.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	42,326.	0.	42,326.	0.
TO FORM 990-PF, PG 1, LN 16C	42,326.	0.	42,326.	0.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PRIOR YR TAX PAID W/RETURN	19,085.	0.	19,085.	0.
2007 FORM 990PF TAXES PAID	3,403.	0.	3,403.	0.
TO FORM 990-PF, PG 1, LN 18	22,488.	0.	22,488.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	160.	0.	160.	0.
DUES AND SUBSCRIPTIONS	50.	0.	50.	0.
TO FORM 990-PF, PG 1, LN 23	210.	0.	210.	0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
CITY NATIONAL BANK	X		6,667,925.	6,730,128.
CITY NATIONAL BANK		X	1,043,170.	1,049,185.
TOTAL U.S. GOVERNMENT OBLIGATIONS			6,667,925.	6,730,128.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,043,170.	1,049,185.
TOTAL TO FORM 990-PF, PART II, LINE 10A			7,711,095.	7,779,313.

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITY NATIONAL BANK	5,713,636.	5,897,911.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,713,636.	5,897,911.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CITY NATIONAL BANK	COST	795,492.	802,739.
TOTAL TO FORM 990-PF, PART II, LINE 13		795,492.	802,739.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	8
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NAME OF MANAGER

TERRY SEMEL
JANE SEMEL

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. TERRY SEMEL, 9460 WILSHIRE BLVD., SUITE 600, BEVERLY HILLS, CA 90212

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD INCLUDE A DESCRIPTION OF APPLICANT'S PURPOSE AND OPERATIONS. PLEASE INCLUDE A COPY OF EXEMPTION RULING AND AUDITED FINANCIAL STATEMENTS.

ANY SUBMISSION DEADLINES

NONE.

RESTRICTIONS AND LIMITATIONS ON AWARDS

MUST BE A PUBLIC CHARITY.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BRITWEEK 11766 WILSHIRE BLVD, SUITE 1230, LOS ANGELES, CA 90025	NONE GENERAL	PUBLIC	25,000.
CEDARS SINAI MEDICAL CENTER 8700 BEVERLY BLVD., LOS ANGELES, CA 90048	NONE GENERAL	PUBLIC	1,500.
EIF'S WOMEN'S CANCER RESEARCH 1201 WEST 5TH STREET, LOS ANGELES, CA 90017	NONE GENERAL	PUBLIC	5,000.
FOUNDATION FOR DANCE PROMOTION 27 W. 120TH STREET #1, NEW YORK, NY 10027	NONE GENERAL	PUBLIC	80,000.
HACKLEY SCHOOL 293 BENEDICT AVENUE, TARRYTOWN, NY 10591	NONE GENERAL	PUBLIC	25,000.
THE KENNEDY CENTER 2700 F STREET NORTHWEST, WASHINGTON D.C., DC 20037	NONE GENERAL	PUBLIC	1,500.
LACMA 5905 WILSHIRE BLVD, LOS ANGELES, CA 90036	NONE GENERAL	PUBLIC	150,000.
LONG ISLAND UNIVERSITY 1 UNIVERSITY PLAZA, BROOKLYN, NY 11201	NONE GENERAL	PUBLIC	25,000.

THE SEMEL CHARITABLE FOUNDATION

95-4691748

LUPUS LA 9220 SUNSET BOULEVARD, LOS ANGELES, CA 90069	NONE GENERAL	PUBLIC	500.
MENLO COLLEGE 50 VALPARAISO AVENUE, ATHERTON, CA 94027	NONE GENERAL	PUBLIC	1,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY P O BOX 4527, NEW YORK, NY 10163	NONE GENERAL	PUBLIC	1,000.
PAWS P O BOX 1037, LYNNWOOD, WA 98046	NONE GENERAL	PUBLIC	250.
PROSTATE CANCER FOUNDATION 1250 FOURTH STREET, SANTA MONICA, CA 90401	NONE GENERAL	PUBLIC	35,000.
SAVE THE CHILDREN 54 WILTON ROAD, P.O. BOX 950, WESTPORT, CT 06881	NONE GENERAL	PUBLIC	250,000.
SIGMA ALPHA MU FOUNDATION 9245 NORTH MERIDIAN, SUITE 105, INDIANAPOLIS, IN 46260	NONE GENERAL	PUBLIC	500.
THE JOHN THOMAS DYE SCHOOL 11414 CHALON ROAD, LOS ANGELES, CA 90049	NONE GENERAL	PUBLIC	5,000.
THE NEUROPSYCHOANALYSIS FOUNDATION 7 WEST 81ST STREET, NEW YORK, NY 10024	NONE GENERAL	PUBLIC	10,000.
THE UCLA FOUNDATION 10920 WILSHIRE BLVD, SUITE 1400, LOS ANGELES, CA 90024	NONE GENERAL	PUBLIC	10,000.

THE SEMEL CHARITABLE FOUNDATION

95-4691748

TOGETHER FOR PEACE FOUNDATION C/O BAYLY, MARTIN & FAY, INC., NEW YORK, NY 10016	NONE GENERAL	PUBLIC	20,000.
UNICEF 125 MAIDEN LANE, NEW YORK, NY 10038	NONE GENERAL	PUBLIC	25,000.
WINDWARD SCHOOL 11350 PALMS BOULEVARD, LOS ANGELES, CA 90066	NONE GENERAL	PUBLIC	25,000.
MUSEUM OF THE MOVING IMAGE 35 AVENUE AT 36 STREET, ASTORIA, NY 11106	NONE GENERAL	PUBLIC	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			701,250.

SCHEDULE D

ACCT# 479111100 (THE SHEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6
TAX OFFICER# 6 NO TAX RESPONSIBILITY

DATE	QTR/YR	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/15/09	3000000.000	SOLD CMB INSRD NET ACCT	12/14/09	12/15/09	3000000.00	3000000.00	0.00	0.00
12/15/09	900000.000	SOLD CITIGROUP INC 900,000 PV AT 103.479	2.8750 12/09/11	7/13/09	931311.00	928644.81	2666.19	0.00
3/24/09	900000.000	SOLD GEN ELAC CAP CRP ACQUIRED 12/04/08 THROUGH 7/29/09 900,000 PV AT 103.598	3.0000 12/09/11	VARIOUS	932382.00	902237.42	30144.58	0.00
9/22/09	400000.000	SOLD GOLDMAN SACHS GP INC 400,000 PV AT 100.912	1.6250 7/15/11	2/25/09	403648.00	398696.00	4953.00	0.00
10/ 8/09	350000.000	SOLD GOLDMAN SACHS GP INC 350,000 PV AT 101.033	1.6250 7/15/11	2/25/09	353615.50	348859.00	4756.50	0.00
7/22/09	750000.000	SOLD JPMORGAN CHASE & CO 750,000 PV AT 102.603	2.6250 12/01/10	12/18/08	769522.50	759269.07	10253.43	0.00
9/22/09	55000.000	SOLD US TREASURY NOTES 55,000 PV AT 105.44497838	4.5000 2/28/11	9/11/08	57994.74	56741.36	0.00	1253.38
9/30/09	125000.000	SOLD PHILB 125,000 PV AT 105.596696	3.6250 10/18/13	3/31/09	131995.87	128974.39	2021.48	0.00
10/ 8/09	875000.000	SOLD PHILB 875,000 PV AT 105.75	3.6250 10/18/13	3/31/09	925312.50	909643.26	15669.24	0.00
9/22/09	550000.000	SOLD PHILMCO DEB 550,000 PV AT 103.229	7.0000 3/15/10	7/30/08	567759.50	559931.48	0.00	7828.02
10/ 9/09	450000.000	SOLD PRIMA 450,000 PV AT 100.54	2.9000 4/07/14	6/17/09	452430.00	445669.37	6760.63	0.00
10/ 7/09	450000.000	SOLD PRIMA 450,000 PV AT 100.5625	3.0000 7/28/14	7/14/09	452531.25	450000.00	2531.25	0.00

TAX OFFICER'S 6 NO TAX RESPONSIBILITY

DATE	SUB/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/9/09	450000.000	SOLD PFMA 450,000 PV AT 101.57 \$	3.0004 7/28/14 7/14/09	10/8/09	457065.00	450000.00	7065.00	0.00
12/13/09	225000.000	SOLD PFMA 225,000 PV AT 105.47 \$	6.2504 2/01/11 4/18/08	11/9/09	237307.50	231729.47	0.00	5578.03
2/23/09	12061.540	SOLD PFMB CMO 2007-1A2 1 ACQUIRED 6/26/07 THROUGH 6/26/07	5.2204 10/21/13 VARIOUS	2/21/09	12061.54	12034.35	0.00	27.19
3/23/09	34237.000	SOLD PFMB CMO 2007-1A2 1 ACQUIRED 6/26/07 THROUGH 6/26/07	5.2204 10/21/13 VARIOUS	3/21/09	34237.00	34159.34	0.00	77.66
4/21/09	32809.300	SOLD PFMB CMO 2007-1A2 1 ACQUIRED 6/26/07 THROUGH 6/26/07	5.2204 10/21/13 VARIOUS	4/21/09	32809.30	32734.39	0.00	74.91
5/21/09	28959.320	SOLD PFMB CMO 2007-1A2 1 ACQUIRED 6/26/07 THROUGH 6/26/07	5.2204 10/21/13 VARIOUS	5/21/09	28959.32	28892.78	0.00	66.54
*****	22276.400	GAIN/LOSS LT:	3/ 8/07		22276.40	22282.95		
*****	6682.920	GAIN/LOSS LT:	73.09	6/26/07	6682.92	6609.83		
6/22/09	35492.740	SOLD PFMB CMO 2007-1A2 1 ACQUIRED 6/26/07 THROUGH 6/26/07	5.2204 10/21/13 VARIOUS	6/21/09	35492.74	35410.66	0.00	82.08
*****	27302.110	GAIN/LOSS LT:	-7.51	3/ 8/07	27302.11	27309.62		
*****	8190.630	GAIN/LOSS LT:	89.59	6/26/07	8190.63	8101.04		
6/23/09	104074.470	SOLD PFMB CMO 2007-1A2 1 ACQUIRED 3/08/07 THROUGH 6/26/07	5.2204 10/21/13 VARIOUS	6/18/09	104139.52	103833.72	0.00	305.80
*****	80057.550	GAIN/LOSS LT:	28.10	3/ 8/07	80107.59	80079.49		
*****	24016.920	GAIN/LOSS LT:	277.70	6/26/07	24031.93	23754.23		
6/15/09	2771.160	SOLD PFMB CMO R001-AE	4.3754 4/15/15 5/20/09	6/15/09	2771.16	2844.92	-73.76	0.00
7/15/09	3068.320	SOLD PFMB CMO R001-AE	4.3754 4/15/15 5/20/09	7/15/09	3068.32	3147.07	-78.75	0.00

SCHEDULE D

ACT# 479111100 (THE SHEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6
TAX OFFICER# 6 NO TAX RESPONSIBILITY

DATE	SNR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
8/17/09	12057.610	SOLD PHILMC CMO R001-AE	4.3754 4/15/15	VARIOUS 8/15/09	12057.61	12397.02	-339.41	0.00
*****	2607.050	ACQUIRED 7/28/09 THROUGH	7/28/09					
*****	9450.560	GAIN/LOSS ST:	-64.28	5/20/09	2607.05	2671.33		
		GAIN/LOSS ST:	-275.13	7/28/09	9450.56	9725.69		
9/15/09	10456.760	SOLD PHILMC CMO R001-AE	4.3754 4/15/15	VARIOUS 9/15/09	10456.76	10739.65	-282.89	0.00
*****	2260.920	ACQUIRED 7/28/09 THROUGH	7/28/09					
*****	8195.840	GAIN/LOSS ST:	-53.58	5/20/09	2260.92	2314.50		
		GAIN/LOSS ST:	-229.31	7/28/09	8195.84	8425.15		
10/15/09	9445.680	SOLD PHILMC CMO R001-AE	4.3754 4/15/15	VARIOUS 10/15/09	9445.68	9690.61	-244.93	0.00
*****	2042.310	ACQUIRED 7/28/09 THROUGH	7/28/09					
*****	7403.370	GAIN/LOSS ST:	-46.39	5/20/09	2042.31	2088.70		
		GAIN/LOSS ST:	-198.54	7/28/09	7403.37	7601.91		
11/16/09	9754.250	SOLD PHILMC CMO R001-AE	4.3754 4/15/15	VARIOUS 11/15/09	9754.25	9996.40	-242.15	0.00
*****	2109.030	ACQUIRED 7/28/09 THROUGH	7/28/09					
*****	7645.220	GAIN/LOSS ST:	-45.86	5/20/09	2109.03	2154.89		
		GAIN/LOSS ST:	-196.29	7/28/09	7645.22	7841.51		
12/15/09	11267.070	SOLD PHILMC CMO R001-AE	4.3754 4/15/15	VARIOUS 12/15/09	11267.07	11535.13	-268.06	0.00
*****	2436.120	ACQUIRED 7/28/09 THROUGH	7/28/09					
*****	8830.950	GAIN/LOSS ST:	-50.77	5/20/09	2436.12	2486.89		
		GAIN/LOSS ST:	-217.29	7/28/09	8830.95	9048.24		
7/15/09	3291.340	SOLD PHILMC CMO R004 AB	4.0004 12/15/13	6/23/09 7/15/09	3291.34	3352.11	-60.77	0.00
8/17/09	2772.170	SOLD PHILMC CMO R004 AB	4.0004 12/15/13	6/23/09 8/15/09	2772.17	2820.63	-48.46	0.00
9/15/09	2242.400	SOLD PHILMC CMO R004 AB	4.0004 12/15/13	6/23/09 9/15/09	2242.40	2279.56	-37.16	0.00
10/15/09	1741.930	SOLD PHILMC CMO R004 AB	4.0004 12/15/13	6/23/09 10/15/09	1741.93	1769.26	-27.33	0.00
11/16/09	1660.410	SOLD PHILMC CMO R004 AB	4.0004 12/15/13	6/23/09 11/15/09	1660.41	1685.04	-24.63	0.00

SCHEDULE D

ACT# 479111100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX O 6
TAX OFFICER# 6 NO TAX RESPONSIBILITY

P.005

DATE	SER/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/15/09	1790.730	SOLD PHILAC CMO R004 AB	4.0000	12/15/13 6/23/09	1790.73	1815.88	-25.15	0.00
6/15/09	3344.130	SOLD PHILAC CMO R004 AL	5.1250	12/15/13 5/20/09	3344.13	3435.90	-91.77	0.00
7/15/09	13165.350	SOLD PHILAC CMO R004 AL	5.1250	12/15/13 VARIOUS 7/15/09	13165.35	13510.06	-344.71	0.00
*****	3657.040	ACQUIRED 6/17/09 THROUGH 6/17/09	-95.50	5/20/09	3657.04	3752.54		
*****	9508.310	GAIN/LOSS ST:	-249.21	6/17/09	9508.31	9757.52		
8/17/09	11088.660	SOLD PHILAC CMO R004 AL	5.1250	12/15/13 VARIOUS 8/15/09	11088.66	11363.64	-274.98	0.00
*****	3080.180	ACQUIRED 6/17/09 THROUGH 6/17/09	-76.18	5/20/09	3080.18	3156.36		
*****	8008.480	GAIN/LOSS ST:	-198.80	6/17/09	8008.48	8207.28		
9/15/09	8969.610	SOLD PHILAC CMO R004 AL	5.1250	12/15/13 VARIOUS 9/15/09	8969.61	9180.55	-210.94	0.00
*****	2491.560	ACQUIRED 6/17/09 THROUGH 6/17/09	-58.44	5/20/09	2491.56	2550.00		
*****	6478.050	GAIN/LOSS ST:	-152.50	6/17/09	6478.05	6630.55		
10/15/09	6967.730	SOLD PHILAC CMO R004 AL	5.1250	12/15/13 VARIOUS 10/15/09	6967.73	7122.93	-155.20	0.00
*****	1935.480	ACQUIRED 6/17/09 THROUGH 6/17/09	-43.00	5/20/09	1935.48	1978.48		
*****	5032.250	GAIN/LOSS ST:	-112.20	6/17/09	5032.25	5144.45		
11/16/09	6641.650	SOLD PHILAC CMO R004 AL	5.1250	12/15/13 VARIOUS 11/15/09	6641.65	6781.58	-139.93	0.00
*****	1844.900	ACQUIRED 6/17/09 THROUGH 6/17/09	-38.77	5/20/09	1844.90	1883.67		
*****	4796.750	GAIN/LOSS ST:	-161.16	6/17/09	4796.75	4897.91		
12/ 7/09	228527.090	SOLD PHILAC CMO R004 AL	5.1250	12/15/13 VARIOUS 12/4/09	228740.23	233154.91	5585.32	0.00
*****	65469.690	ACQUIRED 5/20/09 THROUGH 6/17/09	228,527.89	5/20/09	68395.37	66791.84		
*****	163058.200	228,527.89 PV AT 104.46875	1603.53	6/17/09	170344.86	166363.07		
		GAIN/LOSS ST:	3981.79					

FROM WMS CN PLAZA

JUN-04-2010 16:47

8 C K E D U L R D										6 NO TAX RESPONSIBILITY	
DATE	SHE/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.			
12/16/09	7162.970	SOLD PHLMC CHO R004 AL	5.1250 12/15/13 6/17/09	12/15/09	7162.97	7306.01	-143.04	0.00			
7/15/09	18097.810	SOLD PHLMC CHO R005 AB	5.5000 12/15/18 6/17/09	7/15/09	18097.81	18710.55	-612.74	0.00			
8/17/09	14902.180	SOLD PHLMC CHO R005 AB	5.5000 12/15/18 6/17/09	8/15/09	14902.18	15387.90	-485.72	0.00			
9/15/09	9170.670	SOLD PHLMC CHO R005 AB	5.5000 12/15/18 6/17/09	9/15/09	9170.47	9459.08	-288.61	0.00			
10/15/09	7566.840	SOLD PHLMC CHO R005 AB	5.5000 12/15/18 6/17/09	10/15/09	7566.84	7796.66	-229.82	0.00			
11/16/09	9531.990	SOLD PHLMC CHO R005 AB	5.5000 12/15/18 6/17/09	11/15/09	9531.99	9811.56	-279.57	0.00			
12/15/09	9509.650	SOLD PHLMC CHO R005 AB	5.5000 12/15/18 6/17/09	12/15/09	9509.65	9779.25	-269.60	0.00			
10/15/09	9340.940	SOLD PHLMC CHO R006 AK	5.7500 12/15/18 9/16/09	10/15/09	9340.94	9818.45	-477.51	0.00			
11/16/09	8549.620	SOLD PHLMC CHO R006 AK	5.7500 12/15/18 9/16/09	11/15/09	8549.62	8971.56	-421.94	0.00			
12/15/09	10081.230	SOLD PHLMC CHO R006 AK	5.7500 12/15/18 9/16/09	12/15/09	10081.23	11400.17	-518.94	0.00			
2/17/09	17889.540	SOLD PHLMC CHO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7500 12/15/18 9/16/09	2/15/09	17889.54	18051.86	-15.69	-146.63			
3/16/09	25110.600	SOLD PHLMC CHO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7500 12/15/18 9/16/09	3/15/09	25110.60	25328.17	-21.03	-196.54			
4/15/09	22459.070	SOLD PHLMC CHO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7500 12/15/18 9/16/09	4/15/09	22459.07	22641.91	-17.67	-165.17			
5/15/09	21157.320	SOLD PHLMC CHO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7500 12/15/18 9/16/09	5/15/09	21157.32	21320.46	0.00	-163.14			
*****	7475.590	GAIN/LOSS LT:	-21.85	12/12/06	7475.59	7497.44					
*****	282.100	GAIN/LOSS LT:	-1.54	12/12/07	282.10	283.64					
*****	7052.440	GAIN/LOSS LT:	-73.58	1/ 9/08	7052.44	7126.02					
*****	4513.560	GAIN/LOSS LT:	-50.40	1/ 9/08	4513.56	4563.96					

SCHEDULE D

ACCT# 479111100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX O 6
TAX OFFICER# 6 NO TAX RESPONSIBILITY

P.007

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/PROD	SALE PRICE	BASIS	NET S.T.	NET L.T.
*****	1033.630	GAIN/LOSS LT:	-15.77	5/ 2/08	1033.63	1049.40		
6/15/09	20117.780	SOLD PHLMC CMO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7504 12/15/10	6/15/09	20117.78	20265.54	0.00	-147.76
*****	7108.280	GAIN/LOSS LT:	-19.79	12/12/06	7108.28	7128.07		
*****	268.240	GAIN/LOSS LT:	-1.40	12/12/07	268.24	269.64		
*****	6705.310	GAIN/LOSS LT:	-66.65	1/ 9/08	6705.31	6772.58		
*****	4291.790	GAIN/LOSS LT:	-45.64	1/ 9/08	4291.79	4337.43		
*****	1743.540	GAIN/LOSS LT:	-14.28	5/ 2/08	1743.54	1757.82		
7/15/09	21746.390	SOLD PHLMC CMO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7504 12/15/10	7/15/09	21746.39	21899.94	0.00	-153.55
*****	7683.720	GAIN/LOSS LT:	-20.57	12/12/06	7683.72	7704.29		
*****	289.950	GAIN/LOSS LT:	-1.45	12/12/07	289.95	291.40		
*****	7248.800	GAIN/LOSS LT:	-69.26	1/ 9/08	7248.80	7318.06		
*****	4639.230	GAIN/LOSS LT:	-47.43	1/ 9/08	4639.23	4686.66		
*****	1884.690	GAIN/LOSS LT:	-14.84	5/ 2/08	1884.69	1899.53		
8/17/09	15777.760	SOLD PHLMC CMO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7504 12/15/10	8/15/09	15777.76	15884.40	0.00	-106.64
*****	5574.810	GAIN/LOSS LT:	-14.28	12/12/06	5574.81	5589.09		
*****	210.370	GAIN/LOSS LT:	-1.01	12/12/07	210.37	211.38		
*****	5259.250	GAIN/LOSS LT:	-48.10	1/ 9/08	5259.25	5307.35		
*****	3365.920	GAIN/LOSS LT:	-32.94	1/ 9/08	3365.92	3398.86		
*****	1367.410	GAIN/LOSS LT:	-10.31	5/ 2/08	1367.41	1377.72		
9/15/09	10861.560	SOLD PHLMC CMO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7504 12/15/10	9/15/09	10861.56	10931.98	0.00	-70.42
*****	3037.750	GAIN/LOSS LT:	-9.43	12/12/06	3037.75	3047.18		
*****	144.820	GAIN/LOSS LT:	-0.67	12/12/07	144.82	145.49		
*****	3620.520	GAIN/LOSS LT:	-31.76	1/ 9/08	3620.52	3652.28		
*****	2317.130	GAIN/LOSS LT:	-21.75	1/ 9/08	2317.13	2338.88		
*****	941.340	GAIN/LOSS LT:	-6.81	5/ 2/08	941.34	948.15		
10/15/09	8738.450	SOLD PHLMC CMO R009 AJ ACQUIRED 5/02/08 THROUGH 5/02/08	5.7504 12/15/10	10/15/09	8738.45	8792.81	0.00	-54.36
*****	3087.590	GAIN/LOSS LT:	-7.28	12/12/06	3087.59	3094.87		

FROM WMS CN PLAZA

JUN-04-2010 16:47

TO 913105500180

SCHEDULE D

ACT# 47911100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 06
TAX OFFICER# 6 NO TAX RESPONSIBILITY

DATE	SUR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
*****	116.510	GAIN/LOSS LT:	-0.51	12/12/07	116.51	117.02		
*****	2912.820	GAIN/LOSS LT:	-24.52	1/ 9/08	2912.82	2937.34		
*****	1864.200	GAIN/LOSS LT:	-16.79	1/ 9/08	1864.20	1880.99		
*****	757.330	GAIN/LOSS LT:	-5.26	5/ 2/08	757.33	762.59		
11/16/09	10175.910	SOLD FILMC OMO R009 AJ	5.7504 12/15/18	11/15/09	10175.91	10235.66	0.00	-60.75
*****	3595.490	ACQUIRED 5/02/08 THROUGH	5/02/08					
*****	135.680	GAIN/LOSS LT:	-8.14	12/12/06	3595.49	3603.63		
*****	3391.970	GAIN/LOSS LT:	-0.57	12/12/07	335.68	136.25		
*****	2170.860	GAIN/LOSS LT:	-27.40	1/ 9/08	3391.97	3419.37		
*****	881.910	GAIN/LOSS LT:	-18.77	1/ 9/08	2170.86	2189.63		
*****		GAIN/LOSS LT:	-5.07	5/ 2/08	881.91	887.78		
12/15/09	11922.020	SOLD FILMC OMO R009 AJ	5.7504 12/15/18	12/15/09	11922.02	11990.42	0.00	-68.40
*****	4212.450	ACQUIRED 5/02/08 THROUGH	5/02/08					
*****	158.960	GAIN/LOSS LT:	-9.16	12/12/06	4212.45	4221.61		
*****	3974.010	GAIN/LOSS LT:	-0.65	12/12/07	158.96	159.61		
*****	2543.360	GAIN/LOSS LT:	-30.85	1/ 9/08	3974.01	4004.86		
*****	1033.240	GAIN/LOSS LT:	-21.13	1/ 9/08	2543.36	2564.49		
*****		GAIN/LOSS LT:	-6.61	5/ 2/08	1033.24	1039.85		
7/15/09	19499.610	SOLD FILMC OMO R010AB	5.5004 12/15/19	7/15/09	19499.61	20262.60	-762.99	0.00
*****	1949.960	ACQUIRED 6/23/09 THROUGH	6/23/09					
*****	17549.650	GAIN/LOSS ST:	-69.58	6/19/09	1949.96	2019.54		
*****		GAIN/LOSS ST:	-693.41	6/23/09	17549.65	18243.06		
8/17/09	15912.310	SOLD FILMC OMO R010AB	5.5004 12/15/19	8/15/09	15912.31	16512.52	-600.21	0.00
*****	1591.230	ACQUIRED 6/23/09 THROUGH	6/23/09					
*****	14321.080	GAIN/LOSS ST:	-54.74	6/19/09	1591.23	1645.97		
*****		GAIN/LOSS ST:	-545.47	6/23/09	14321.08	14866.55		
9/15/09	9963.790	SOLD FILMC OMO R010AB	5.5004 12/15/19	9/15/09	9963.79	10337.20	-363.41	0.00
*****	996.380	ACQUIRED 6/23/09 THROUGH	6/23/09					
*****	8967.410	GAIN/LOSS ST:	-33.14	6/19/09	996.38	1029.52		
*****		GAIN/LOSS ST:	-330.27	6/23/09	8967.41	9297.68		

SCHEDULE D

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
02/15/09	9530.020	SOLD PHILAC CMO R010AB ACQUIRED 6/23/09 THROUGH 6/23/09	5.5008 12/15/19 -30.64 -305.29	10/15/09	9530.02	9865.95	-335.93	0.00
02/15/09	953.000	GAIN/LOSS ST:		6/19/09	953.00	983.64		
02/15/09	8577.020	GAIN/LOSS ST:		6/23/09	8577.02	8882.31		
02/15/09	11638.830	SOLD PHILAC CMO R010AB ACQUIRED 6/23/09 THROUGH 6/23/09	5.5008 12/15/19 -36.18 -360.59	11/15/09	11638.83	12035.60	-396.77	0.00
02/15/09	1163.880	GAIN/LOSS ST:		6/19/09	1163.88	1200.06		
02/15/09	10474.950	GAIN/LOSS ST:		6/23/09	10474.95	10835.54		
02/15/09	12378.260	SOLD PHILAC CMO R010AB ACQUIRED 6/23/09 THROUGH 6/23/09	5.5008 12/15/19 -37.25 -371.24	12/15/09	12378.26	12786.75	-408.49	0.00
02/15/09	1237.830	GAIN/LOSS ST:		6/19/09	1237.83	1275.09		
02/15/09	11140.430	GAIN/LOSS ST:		6/23/09	11140.43	11511.67		
02/17/09	22178.810	SOLD PHILAC CMO R012 AB ACQUIRED 10/11/07 THROUGH 10/11/07	5.5004 12/15/20 -371.24	2/15/09	22178.81	22084.83	0.00	93.98
03/16/09	30530.310	SOLD PHILAC CMO R012 AB ACQUIRED 10/11/07 THROUGH 10/11/07	5.5004 12/15/20 -371.24	3/15/09	30530.31	30400.95	0.00	129.36
04/15/09	26062.000	SOLD PHILAC CMO R012 AB ACQUIRED 10/11/07 THROUGH 10/11/07	5.5004 12/15/20 -371.24	4/15/09	26062.00	25951.58	0.00	110.42
05/15/09	26419.680	SOLD PHILAC CMO R012 AB ACQUIRED 10/11/07 THROUGH 10/11/07	5.5004 12/15/20 -371.24	5/15/09	26419.68	26307.73	0.00	111.95
05/15/09	24196.870	GAIN/LOSS LT:		5/16/07	24196.87	24108.02		
05/15/09	2222.810	GAIN/LOSS LT:		10/11/07	2222.81	2199.71		
06/15/09	26942.620	SOLD PHILAC CMO R012 AB ACQUIRED 10/11/07 THROUGH 10/11/07	5.5004 12/15/20 -371.24	6/15/09	26942.62	26828.46	0.00	114.16
06/15/09	24675.810	GAIN/LOSS LT:		5/16/07	24675.81	24585.20		
06/15/09	2266.810	GAIN/LOSS LT:		10/11/07	2266.81	2243.26		

SCHEDULE D

ACT# 47911100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6
TAX OFFICER# 6 NO TAX RESPONSIBILITY

PAGE 9

DATE	SNR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
7/15/09	26379.490	SOLD FILMAC CMO R012 AB	5.5004 12/15/20 VARIOUS	26379.49	26267.72	0.00	111.77
.....	24160.060	ACQUIRED 10/11/07 THROUGH 10/11/07	88.71	24160.06	24071.35		
.....	2219.430	GAIN/LOSS LT:	23.06	2219.43	2196.37		
8/17/09	16941.740	SOLD FILMAC CMO R012 AB	5.5004 12/15/20 VARIOUS	16941.74	16869.96	0.00	71.78
.....	15516.350	ACQUIRED 10/11/07 THROUGH 10/11/07	56.97	15516.35	15459.38		
.....	1425.390	GAIN/LOSS LT:	14.81	1425.39	1410.58		
9/15/09	10482.890	SOLD FILMAC CMO R012 AB	5.5004 12/15/20 VARIOUS	10482.89	10438.48	0.00	44.41
.....	9600.920	ACQUIRED 10/11/07 THROUGH 10/11/07	35.25	9600.92	9565.67		
.....	881.970	GAIN/LOSS LT:	9.16	881.97	872.81		
10/15/09	9648.520	SOLD FILMAC CMO R012 AB	5.5004 12/15/20 VARIOUS	9648.52	9607.64	0.00	40.88
.....	8836.750	ACQUIRED 10/11/07 THROUGH 10/11/07	32.45	8836.75	8804.30		
.....	811.770	GAIN/LOSS LT:	8.43	811.77	803.34		
11/16/09	10711.210	SOLD FILMAC CMO R012 AB	5.5004 12/15/20 VARIOUS	10711.21	10665.83	0.00	45.38
.....	9810.030	ACQUIRED 10/11/07 THROUGH 10/11/07	36.02	9810.03	9774.01		
.....	901.180	GAIN/LOSS LT:	9.36	901.18	891.82		
12/15/09	13752.680	SOLD FILMAC CMO R012 AB	5.5004 12/15/20 VARIOUS	13752.68	13694.41	0.00	58.27
.....	12595.600	ACQUIRED 10/11/07 THROUGH 10/11/07	46.25	12595.60	12549.35		
.....	1157.080	GAIN/LOSS LT:	12.03	1157.08	1145.06		
2/17/09	26152.390	SOLD FILMAC CMO R015 AB	3.7504 2/15/13 VARIOUS	26152.39	26028.01	116.72	7.66
.....	.....	ACQUIRED 7/25/08 THROUGH 7/25/08	.....	.....	.....	.....	.....
3/16/09	38397.190	SOLD FILMAC CMO R015 AB	3.7504 2/15/13 VARIOUS	38397.19	38214.58	171.36	11.25
.....	.....	ACQUIRED 7/25/08 THROUGH 7/25/08	.....	.....	.....	.....	.....

SCHEDULE D

DATE	SMR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
4/15/09	31402.830	SOLD PHLMC CMO R015 AN ACQUIRED 7/25/08 THROUGH 7/25/08	3.7504 2/15/13 VARIOUS 7/25/08	4/15/09	31402.83	31253.48	140.15	9.20
5/15/09	20757.240	SOLD PHLMC CMO R015 AN ACQUIRED 7/25/08 THROUGH 7/25/08	3.7504 2/15/13 VARIOUS 7/25/08	5/15/09	20757.24	20658.52	92.64	6.08
*****	15567.930	GAIN/LOSS LT:	6.08	2/14/08	15567.93	15561.85		
*****	5189.310	GAIN/LOSS ST:	92.64	7/25/08	5189.31	5096.67		
6/15/09	21813.510	SOLD PHLMC CMO R015 AN ACQUIRED 7/25/08 THROUGH 7/25/08	3.7504 2/15/13 VARIOUS 7/25/08	6/15/09	21813.51	21709.77	97.35	6.39
*****	16360.130	GAIN/LOSS LT:	6.39	2/14/08	16360.13	16353.74		
*****	5453.380	GAIN/LOSS ST:	97.35	7/25/08	5453.38	5356.03		
7/15/09	25353.260	SOLD PHLMC CMO R015 AN ACQUIRED 6/19/09 THROUGH 6/19/09	3.7504 2/15/13 VARIOUS 6/19/09	7/15/09	25353.26	25278.25	68.20	6.81
*****	17444.900	GAIN/LOSS LT:	6.81	2/14/08	17444.90	17438.09		
*****	5814.970	GAIN/LOSS ST:	103.81	7/25/08	5814.97	5711.16		
*****	2093.390	GAIN/LOSS ST:	-35.61	6/19/09	2093.39	2129.80		
8/17/09	20838.260	SOLD PHLMC CMO R015 AN ACQUIRED 6/19/09 THROUGH 6/19/09	3.7504 2/15/13 VARIOUS 6/19/09	8/15/09	20838.26	20774.61	-27.27	90.92
*****	14338.250	GAIN/LOSS LT:	5.60	2/14/08	14338.25	14332.65		
*****	4779.420	GAIN/LOSS LT:	85.32	7/25/08	4779.42	4694.10		
*****	1720.590	GAIN/LOSS ST:	-27.27	6/19/09	1720.59	1747.86		
9/15/09	19262.390	SOLD PHLMC CMO R015 AN ACQUIRED 6/19/09 THROUGH 6/19/09	3.7504 2/15/13 VARIOUS 6/19/09	9/15/09	19262.39	19201.84	-23.50	84.05
*****	13253.940	GAIN/LOSS LT:	5.18	2/14/08	13253.94	13248.76		
*****	4417.980	GAIN/LOSS LT:	78.87	7/25/08	4417.98	4339.11		
*****	1590.470	GAIN/LOSS ST:	-23.50	6/19/09	1590.47	1613.97		
10/ 9/09	592145.890	SOLD PHLMC CMO R015 AN ACQUIRED 2/14/08 THROUGH 6/19/09	3.7504 2/15/13 VARIOUS 6/19/09	10/8/09	602449.23	589862.56	96.30	12490.37
*****	592.145.89	PV AT 101.74						
*****	422812.750	GAIN/LOSS LT:	7522.11	2/14/08	430169.69	422647.58		

TO 913106500180

FROM WMS CN PLAZA

JUN-04-2010 16:49

SCHEDULE D

ACCT# 47911100 (TNE'SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6
TAX OFFICER# 6 NO TAX RESPONSIBILITY

P.012

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
.....	140937.560	GAIN/LOSS LT:	4968.26	143389.87	138421.61		
.....	28395.580	GAIN/LOSS ST:	96.30	28889.67	28793.37		
10/15/09	22341.950	SOLD PHILAC CMO RO15 AM	3.7500 2/15/13 6/19/09 10/15/09	22341.95	22650.66	-308.71	0.00
2/17/09	17981.340	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 2/15/09	17981.34	17983.46	-2.12	0.00
3/16/09	23865.430	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 3/15/09	23865.43	23868.05	-2.62	0.00
4/15/09	19483.850	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 4/15/09	19483.85	19485.86	-2.01	0.00
5/15/09	15110.420	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 5/15/09	15110.42	15111.91	-1.49	0.00
6/15/09	13664.130	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 6/15/09	13664.13	13665.41	-1.28	0.00
7/15/09	18360.280	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 7/15/09	18360.28	18361.93	0.00	-1.65
8/17/09	16254.220	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 8/15/09	16254.22	16255.61	0.00	-1.39
9/15/09	15622.360	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 9/15/09	15622.36	15623.64	0.00	-1.28
10/15/09	12589.810	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 10/15/09	12589.81	12590.80	0.00	-0.99
11/16/09	13209.560	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 11/15/09	13209.56	13210.56	0.00	-1.00
12/15/09	11112.650	SOLD FERR CMO RO16 AM	5.1250 6/15/18 6/23/08 12/15/09	11112.65	11113.46	0.00	-0.81
2/17/09	2856.850	SOLD GRR CMO 2003-31 PB	5.5000 2/16/32 7/25/08 2/16/09	2856.85	2877.43	-20.58	0.00
3/16/09	3609.710	SOLD GRR CMO 2003-31 PB	5.5000 2/16/32 7/25/08 3/16/09	3609.71	3635.12	-25.41	0.00
4/16/09	4373.510	SOLD GRR CMO 2003-31 PB	5.5000 2/16/32 7/25/08 4/16/09	4373.51	4403.31	-29.80	0.00
5/19/09	116811.330	SOLD GRR CMO 2003-31 PB	5.5000 2/16/32 7/25/08 5/1/09	120498.19	117592.62	2905.57	0.00

SCHEDULE D

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
5/20/09	3728.800	SOLD GER CMO 2003-31 PB	5.5004 2/16/32 7/25/08	5/16/09	3728.80	3753.49	-24.69	0.00
6/10/09	750000.000	SOLD AMER GEN FIN CORP NT 5.3754 10/01/12 VARIOUS 6/5/09 750,000 PV AT 61 4	6/26/07		457500.00	751211.83	0.00	-293711.83
7/27/09	450000.000	SOLD BANK AMER CORP SR NT 6.2504 4/15/12 5/29/09	7/22/09		472743.00	469239.57	3503.43	0.00
8/9/09	165000.000	SOLD BEAR STEARNS CO INC 6.9504 8/10/12 2/25/09	10/8/09		184286.05	169568.79	14718.06	0.00
11/25/09	100000.000	SOLD BOEING COMPANY 5.0004 3/15/14 3/24/09	11/18/09		109113.00	102589.14	6523.86	0.00
11/23/09	170000.000	SOLD CITIGROUP INC 5.1004 9/29/11 9/24/09	11/17/09		177253.90	175641.01	1612.89	0.00
9/29/09	620000.000	SOLD CITYGROUP INC 6.3754 8/12/14 VARIOUS 9/24/09 ACQUIRED 8/07/09 THROUGH 8/27/09			643975.40	620713.66	23261.74	0.00
3/6/09	750000.000	SOLD COMCO FOG CO NT 6.3504 10/15/11 VARIOUS 3/3/09 ACQUIRED 1/12/07 THROUGH 6/24/08			804105.00	771070.47	2434.00	30600.53
10/9/09	165000.000	SOLD COUNTRYWIDE FINL 5.8004 6/07/12 7/22/09	10/8/09		175050.15	169859.34	5190.81	0.00
5/28/09	200000.000	SOLD CS FIRST BOSTON USA 6.1254 11/15/11 9/29/05	5/21/09		212294.00	205948.16	0.00	6445.84
10/7/09	100000.000	SOLD CS FIRST BOSTON USA 6.1254 11/15/11 9/29/05	10/7/09		108588.00	102518.49	0.00	6069.51

SCHEDULE D

ACT# 479111100 (TIME) SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6 PAGE 13
 *TAX OFFICER# 6 NO TAX RESPONSIBILITY

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
10/ 9/09	165000.000	SOLD US CAPITAL CORP MTH 165,000 PV AT 107.827 \$	6.0000	6/15/12 5/29/09 10/8/09	177914.55	172965.42	5349.13	0.00
11/25/09	100000.000	SOLD GOLDMAN SACHS GROUP 100,000 PV AT 103.967 \$	3.6250	8/01/12 9/15/09 11/18/09	103967.00	102508.96	1458.44	0.00
11/25/09	100000.000	SOLD HENLETT PACKARD CO 100,000 PV AT 113.098 \$	6.1250	3/01/14 3/27/09 11/18/09	113098.00	105949.61	7148.37	0.00
8/10/09	660000.000	SOLD HOUSEHOLD FIN CORP 660,000 PV AT 106.291 \$	6.3750	11/27/12 6/26/07 8/7/09	701520.60	671168.09	0.00	30352.51
4/29/09	495000.000	SOLD MERRILL LYNCH MTH 495,000 PV AT 99.4 \$	4.2500	2/08/10 6/27/08 4/28/09	492030.00	491919.16	110.84	0.00
5/28/09	200000.000	SOLD MCDOW CD GBL NT 200,000 PV AT 104.825 \$	6.7500	4/15/12 12/5/06 5/21/09	209650.00	206423.54	0.00	3226.46
10/ 7/09	165000.000	SOLD MCDOW CD GBL NT 165,000 PV AT 106.503 \$	6.7500	4/15/11 12/5/06 10/7/09	175729.95	169320.20	0.00	6409.75
5/28/09	200000.000	SOLD SEC COMBING INC NT 200,000 PV AT 106.266 \$	6.2500	3/15/11 11/10/05 5/21/09	212532.00	202903.35	0.00	9548.65
7/14/09	550000.000	SOLD SEC COMBING INC NT ACQUIRED 11/10/05 THROUGH 6/24/08 550,000 PV AT 106.112 \$	6.2500	3/15/11 VARIOUS 7/9/09	503616.00	508550.04	0.00	25065.96
5/28/09	200000.000	SOLD US BANK N A MTH MTH 200,000 PV AT 107.292 \$	6.3750	8/01/11 11/17/05 5/21/09	214504.00	205513.90	0.00	9070.50
11/19/09	550000.000	SOLD US BANK N A MTH MTH ACQUIRED 11/17/05 THROUGH 6/24/08 550,000 PV AT 108.287 \$	6.3750	8/01/11 VARIOUS 10/15/09	595578.50	563474.34	0.00	32104.16

8 C H E D U L E D

PAGE 14

ACTY 479111100 (THE SHEKEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6

TAX OFFICER# 6 NO TAX RESPONSIBILITY

DATE	AMT/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
5/28/09	200000.000	SOLD VERIZON GLOBAL FDG 200,000 PV AT 106.743 \$	7.2504 12/01/10 6/16/06	5/21/09	213486.00	203701.02	0.00	9784.98
7/14/09	550000.000	SOLD VERIZON GLOBAL FDG 550,000 PV AT 106.777 \$	7.2504 12/01/10 6/16/06	7/9/09	587273.50	559337.47	0.00	27936.03
11/25/09	100000.000	SOLD MACHOVIA CORP 100,000 PV AT 107.801 \$	5.5004 5/01/13 6/9/09	11/18/09	107801.00	102118.96	5682.04	0.00
5/26/09	280000.000	SOLD WALT DISNEY CO MTR 280,000 PV AT 109.675 \$	6.3754 3/01/12 3/27/07	5/20/09	307090.00	289740.88	0.00	17349.12
10/7/09	100000.000	SOLD WALT DISNEY CO MTR 100,000 PV AT 110.152 \$	6.3754 3/01/12 3/27/07	10/7/09	110152.00	103044.57	0.00	7107.43
12/4/09	450000.000	SOLD WALT DISNEY CO MTR ACQUIRED 3/27/07 THROUGH 6/26/07 450,000 PV AT 110.906 \$	6.3754 3/01/12 VARIOUS	12/1/09	499077.00	462193.91	0.00	36883.09
*****	370000.000	GAIN/LOSS LT:	29802.47	3/27/07	410152.20	380569.73		
*****	30000.000	GAIN/LOSS LT:	2509.63	4/26/07	33271.80	30762.15		
*****	50000.000	GAIN/LOSS LT:	4570.97	6/26/07	55453.00	50882.03		
10/7/09	100000.000	SOLD LEVINE RANCH CALIF 100,000 PV AT 111.492 \$	8.1804 3/15/14 6/18/09	10/7/09	111492.00	109913.06	1578.94	0.00
3/13/09	295000.000	SOLD PHILADELPHIA PA SCH 295,000 PV AT 108.495 \$	5.7504 2/01/30 11/27/07	3/12/09	320060.25	308597.82	0.00	11462.43
3/19/09	455000.000	SOLD PHILADELPHIA PA SCH 455,000 PV AT 108.498 \$	5.7504 2/01/30 11/27/07	3/16/09	493620.40	475799.18	0.00	17821.22
3/13/09	720000.000	SOLD WASHINGTON ST ACQUIRED 4/18/08 THROUGH 5/02/08 720,000 PV AT 106.364 \$	6.0004 1/01/22 VARIOUS	3/11/09	751420.80	741466.64	9954.16	0.00

ACCT# 479111100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6
TAX OFFICER# 6 NO TAX RESPONSIBILITY

SCHEDULE D

DATE	SER/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
5/18/09	450000.000	SOLD LOS ANGELES CITY CAL 0.000% 6/30/09 8/29/08 5/13/09 450,000 PV AT 99.732			448794.00	450000.00	-1206.00	0.00
4/24/09	10819.000	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	4/3/09	4/24/09	10819.00	10819.00	0.00	0.00
5/20/09	3849.340	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	4/3/09	5/20/09	3849.34	3849.34	0.00	0.00
5/26/09	174010.010	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	4/3/09	5/26/09	174010.01	174010.01	0.00	0.00
6/4/09	959865.130	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	4/3/09	6/4/09	959865.13	959865.13	0.00	0.00
6/12/09	566507.640	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	4/3/09	6/12/09	566507.64	566507.64	0.00	0.00
6/22/09	174102.640	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	4/3/09	6/22/09	174102.64	174102.64	0.00	0.00
6/23/09	29.030	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	5/28/09	6/23/09	29.03	29.03	0.00	0.00
6/23/09	1939397.890	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506 ACQUIRED 4/03/09 THROUGH 5/28/09	VARIOUS	6/23/09	1939397.89	1939397.89	0.00	0.00
6/24/09	118094.230	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	5/28/09	6/24/09	118094.23	118094.23	0.00	0.00
6/26/09	621708.510	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506 ACQUIRED 5/28/09 THROUGH 6/10/09	VARIOUS	6/26/09	621708.51	621708.51	0.00	0.00
7/16/09	934294.380	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506 ACQUIRED 6/10/09 THROUGH 7/14/09	VARIOUS	7/16/09	934294.38	934294.38	0.00	0.00
7/24/09	10992.380	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506	7/14/09	7/24/09	10992.38	10992.38	0.00	0.00
7/28/09	1471866.170	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506 ACQUIRED 7/14/09 THROUGH 7/22/09	VARIOUS	7/28/09	1471866.17	1471866.17	0.00	0.00
7/31/09	247012.050	SOLD GOLDMAN SACHS FINL SQR TREAS F0H506 ACQUIRED 7/22/09 THROUGH 7/27/09	VARIOUS	7/31/09	247012.05	247012.05	0.00	0.00

SCHEDULE D

DATE	SUB/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
9/ 3/09	117863.140	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	7/27/09	8/3/09	117863.14	117863.14	0.00	0.00
9/12/09	550165.000	SOLD GOLDMAN SACHS FINL SQR TREAS F08506 ACQUIRED 7/27/09 THROUGH 8/10/09	VARIOUS	8/12/09	550165.00	550165.00	0.00	0.00
9/ 1/09	185763.090	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	8/10/09	9/1/09	185763.09	185763.09	0.00	0.00
9/ 2/09	353348.840	SOLD GOLDMAN SACHS FINL SQR TREAS F08506 ACQUIRED 8/10/09 THROUGH 8/17/09	VARIOUS	9/2/09	353348.84	353348.84	0.00	0.00
9/23/09	409500.500	SOLD GOLDMAN SACHS FINL SQR TREAS F08506 ACQUIRED 8/17/09 THROUGH 9/22/09	VARIOUS	9/23/09	409500.50	409500.50	0.00	0.00
9/29/09	549052.690	SOLD GOLDMAN SACHS FINL SQR TREAS F08506 ACQUIRED 9/22/09 THROUGH 9/24/09	VARIOUS	9/29/09	549052.69	549052.69	0.00	0.00
9/30/09	65396.210	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	9/24/09	9/30/09	65396.21	65396.21	0.00	0.00
9/30/09	609372.930	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	9/24/09	9/30/09	609372.93	609372.93	0.00	0.00
10/ 9/09	3000000.000	SOLD GOLDMAN SACHS FINL SQR TREAS F08506 ACQUIRED 9/24/09 THROUGH 10/09/09	VARIOUS	10/9/09	3000000.00	3000000.00	0.00	0.00
10/15/09	829765.740	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	10/9/09	10/15/09	829765.74	829765.74	0.00	0.00
10/22/09	29984.700	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	10/9/09	10/22/09	29984.70	29984.70	0.00	0.00
10/22/09	452212.350	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	10/9/09	10/22/09	452212.35	452212.35	0.00	0.00
10/26/09	11288.600	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	10/9/09	10/26/09	11288.60	11288.60	0.00	0.00
11/16/09	378933.360	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	10/9/09	11/16/09	378933.36	378933.36	0.00	0.00
12/ 7/09	7489.190	SOLD GOLDMAN SACHS FINL SQR TREAS F08506	10/19/09	12/7/09	7489.19	7489.19	0.00	0.00

C H E D U L E D

DATE	SWR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/ 7/09	242356.380	SOLD GOLDMAN SACHS FINL SQR TRBAS FDI506 ACQUIRED 10/09/09 THROUGH 10/19/09	VARIOUS 12/7/09	242356.38	242356.38	0.00	0.00
12/ 8/09	984277.180	SOLD GOLDMAN SACHS FINL SQR TRBAS FDI506 ACQUIRED 10/19/09 THROUGH 12/04/09	VARIOUS 12/8/09	984277.18	984277.18	0.00	0.00
4/27/09	466403.380	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468 ACQUIRED 12/22/08 THROUGH 12/26/08	VARIOUS 2/27/09	466403.38	466403.38	0.00	0.00
3/ 2/09	721249.270	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468	12/26/08 3/2/09	721249.27	721249.27	0.00	0.00
3/27/09	464145.500	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468	12/26/08 3/27/09	464145.50	464145.50	0.00	0.00
4/ 1/09	1040668.950	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468 ACQUIRED 12/26/08 THROUGH 1/02/09	VARIOUS 4/1/09	1040668.95	1040668.95	0.00	0.00
4/ 2/09	482158.350	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468 ACQUIRED 1/02/09 THROUGH 3/06/09	VARIOUS 4/2/09	482158.35	482158.35	0.00	0.00
4/ 3/09	1925064.090	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468 ACQUIRED 3/06/09 THROUGH 3/23/09	VARIOUS 4/3/09	1925064.09	1925064.09	0.00	0.00
4/30/09	496763.440	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468	4/29/09 4/30/09	496763.44	496763.44	0.00	0.00
5/21/09	4281.280	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468	5/20/09 5/21/09	4281.28	4281.28	0.00	0.00
10/ 8/09	469955.310	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468	10/7/09 10/8/09	469955.31	469955.31	0.00	0.00
10/16/09	24263.470	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468	10/15/09 10/16/09	24263.47	24263.47	0.00	0.00
12/17/09	8169.560	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468	12/16/09 12/17/09	8169.56	8169.56	0.00	0.00
12/22/09	14684.680	SOLD GOLDMAN SACHS FINL SQR TR OB-FSI468	12/21/09 12/22/09	14684.68	14684.68	0.00	0.00
6/23/09	0.260	DIST PFCB CHO 2007-1A2 1 5.2208 DISTRIBUTIVE RESIDUAL PAR VALUE	10/21/13 6/26/07 6/23/09	0.26	0.26	0.00	0.00

ACTY 479111100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX O 6
 TAX OFFICERS 6 NO TAX RESPONSIBILITY

SCHEDULE D

DATE	SER/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/31/09	450000.000	RECD CITICORP FDO INC RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/ 9/09	900000.000	RECD CITICORP INC RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/24/09	900000.000	RECD GEN ELEC CAP CEP RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
6/ 1/09	750000.000	RECD JPMORGAN CHNH & CO RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/22/09	750000.000	RECD JPMORGAN CHNH & CO RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
3/ 2/09	55000.000	RECD US TREASURY NOTES RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/31/09	55000.000	RECD US TREASURY NOTES RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/22/09	55000.000	RECD US TREASURY NOTES RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/30/09	1000000.000	RECD FHLB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

P.019

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TO

FROM WMS CN PLAZA

JUN-04-2010 16:51

SCHEDULE D

ACCT# 479111100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691740 TX 0 6
TAX OFFICERS 6 NO TAX RESPONSIBILITY

PAGE 19

DATE	SER/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
10/ 8/09	875000.000	RECD PHLS RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	935000.000	RECD PHLS STP CPN RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/22/09	550000.000	RECD PHLAC DES RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/13/09	225000.000	RECD PANA RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD PANA BENCHMARK NT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
2/23/09	247634.630	RECD PFCS CHO 2007-1A2 1 RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
3/23/09	235573.090	RECD PFCS CHO 2007-1A2 1 RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
4/21/09	201336.090	RECD PFCS CHO 2007-1A2 1 RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/21/09	168526.790	RECD PFCS CHO 2007-1A2 1 RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D

ACCTS 47911100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6
TAX OFFICER 6 NO TAX RESPONSIBILITY

DATE	SUR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
6/22/09	139567.470	RECD PFCH CHO 2007-LA2 1 RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
6/23/09	104074.730	RECD PFCH CHO 2007-LA2 1 RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
6/15/09	71782.630	RECD PHLMC CHO R001-AE RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/15/09	69011.470	RECD PHLMC CHO R001-AE RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/17/09	304987.070	RECD PHLMC CHO R001-AE RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/15/09	292929.460	RECD PHLMC CHO R001-AE RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	282472.700	RECD PHLMC CHO R001-AE RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/16/09	273027.020	RECD PHLMC CHO R001-AE RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/15/09	263272.770	RECD PHLMC CHO R001-AE RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D

DATE	SUR/FV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/31/09	252005.700	RECD PHILAC CHO R001-AE RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/15/09	70630.970	RECD PHILAC CHO R004 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/17/09	67339.630	RECD PHILAC CHO R004 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/15/09	64567.460	RECD PHILAC CHO R004 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	62325.060	RECD PHILAC CHO R004 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/16/09	60583.130	RECD PHILAC CHO R004 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/15/09	58922.720	RECD PHILAC CHO R004 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	57131.990	RECD PHILAC CHO R004 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
6/15/09	81822.900	RECD PHILAC CHO R004 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D

DATE	SER/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
7/15/09	282523.860	RECD PHLMC CHO R004 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/17/09	269358.510	RECD PHLMC CHO R004 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/15/09	258289.850	RECD PHLMC CHO R004 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	249300.240	RECD PHLMC CHO R004 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/16/09	242332.510	RECD PHLMC CHO R004 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/ 7/09	235490.860	RECD PHLMC CHO R004 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/16/09	7162.970	RECD PHLMC CHO R004 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/15/09	503419.880	RECD PHLMC CHO R005 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/17/09	485322.070	RECD PHLMC CHO R005 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

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16:53 JUN-04-2010

SCHEDULE D

ACTV 479111100 (THE SEMEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6
TAX OFFICER 6 NO TAX RESPONSIBILITY

DATE	SNR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
9/15/09	470419.890	RECD PHLAC CMO R005 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	461249.420	RECD PHLAC CMO R005 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/16/09	453682.580	RECD PHLAC CMO R005 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/15/09	444150.590	RECD PHLAC CMO R005 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	434640.940	RECD PHLAC CMO R005 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	387779.470	RECD PHLAC CMO R006 AK RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/16/09	378438.530	RECD PHLAC CMO R006 AK RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/15/09	369888.910	RECD PHLAC CMO R006 AK RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	359007.680	RECD PHLAC CMO R006 AK RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D

DATE	SHE/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
2/17/09	509741.720	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
3/16/09	491852.180	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
4/15/09	466741.580	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/15/09	444282.510	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
6/15/09	423125.190	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/15/09	403007.410	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/17/09	381261.020	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/15/09	365883.260	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	354621.700	RECD FILAC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D

ACCT# 479111100 (THE SENEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TI O 6
TAX OFFICER# 6 NO TAX RESPONSIBILITY

PAGE 25

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
11/16/09	345883.250	RECD PHILMC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/15/09	335707.340	RECD PHILMC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	323785.320	RECD PHILMC CMO R009 AJ RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/15/09	584786.610	RECD PHILMC CMO R010AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/17/09	565287.000	RECD PHILMC CMO R010AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/15/09	549374.690	RECD PHILMC CMO R010AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	539410.900	RECD PHILMC CMO R010AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/16/09	529880.880	RECD PHILMC CMO R010AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/15/09	518242.050	RECD PHILMC CMO R010AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

DATE	SER/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/31/09	505863.790	RECD PHILAC CHO R010AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	572608.010	RECD PHILAC CHO R011 AB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	351566.250	RECD PHILAC CHO R014 AL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/15/09	679941.750	RECD PHILAC CHO R015 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/17/09	654588.490	RECD PHILAC CHO R015 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/15/09	633750.230	RECD PHILAC CHO R015 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/ 9/09	614487.840	RECD PHILAC CHO R015 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	22341.950	RECD PHILAC CHO R015 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
2/17/09	659407.980	RECD PHILAC CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D

DATE	SNR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
3/16/09	641426.640	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
4/15/09	617561.210	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/15/09	598077.360	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
6/15/09	582966.940	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/15/09	569302.810	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/17/09	550942.530	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/15/09	534688.310	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/15/09	519065.950	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/16/09	506476.140	RECD FRRR CHO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

DATE	SER/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/15/09	493266.580	RECD FRER CMO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	482153.930	RECD FRER CMO R016 AM RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
2/17/09	131380.200	RECD GRH CMO 2003-31 PB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
3/16/09	128523.350	RECD GRH CMO 2003-31 PB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
4/16/09	124913.640	RECD GRH CMO 2003-31 PB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/19/09	120540.130	RECD GRH CMO 2003-31 PB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/20/09	3728.800	RECD GRH CMO 2003-31 PB RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
6/10/09	750000.000	RECD AMER GEN PIN CORP MT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/27/09	450000.000	RECD BANK AMER CORP SR MT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

DATE	SER/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
10/ 9/09	615000.000	RECD BEAR STEARNS CO INC RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD BEAR STEARNS CO INC RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/25/09	550000.000	RECD BORING COMPANY RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD BORING COMPANY RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/23/09	620000.000	RECD CITIGROUP INC RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD CITIGROUP INC RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/29/09	620000.000	RECD CITIGROUP INC RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD ONE GROUP INC RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
3/ 6/09	750000.000	RECD COMOCO FIB CO MT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D

DATE	SER/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/31/09	550000.000	RECD CONOCORPHILIPS RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	4.7500	2/01/14	* NONE *	0.00	0.00	0.00
3/ 9/09	615000.000	RECD COUNTRYWIDE FHL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	5.8000	6/07/12	* NONE *	0.00	0.00	0.00
12/31/09	450000.000	RECD COUNTRYWIDE FHL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	5.8000	6/07/12	* NONE *	0.00	0.00	0.00
5/28/09	750000.000	RECD CB FIRST BOSTON USA RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	6.1250	11/15/11	* NONE *	0.00	0.00	0.00
10/ 7/09	550000.000	RECD CB FIRST BOSTON USA RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	6.1250	11/15/11	* NONE *	0.00	0.00	0.00
12/31/09	450000.000	RECD CB FIRST BOSTON USA RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	6.1250	11/15/11	* NONE *	0.00	0.00	0.00
10/ 9/09	615000.000	RECD CB CAPITAL CORP MIN RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	6.0000	6/15/12	* NONE *	0.00	0.00	0.00
12/31/09	450000.000	RECD CB CAPITAL CORP MIN RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	6.0000	6/15/12	* NONE *	0.00	0.00	0.00
11/25/09	550000.000	RECD GOLDMAN SACHS GROUP RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	3.6250	8/01/12	* NONE *	0.00	0.00	0.00

SCHEDULE D

DATE	SER/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/31/09	450000.000	RECD GOLDMAN SACHS GROUP RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/25/09	550000.000	RECD HEMLETT PACKARD CO RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD MEMLETT PACKARD CO RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
8/10/09	660000.000	RECD HOUSEHOLD FIN CORP RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/28/09	750000.000	RECD MSNM CO GLEBL MT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/ 7/09	615000.000	RECD MSNM CO GLEBL MT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD MSNM CO GLEBL MT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/28/09	750000.000	RECD SBC COMMINS INC MT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/14/09	550000.000	RECD SBC COMMINS INC MT RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D

PAGE 32

DATE	SHR/FV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
5/28/09	750000.000	RECD US BANK N A MINN MTN RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/19/09	550000.000	RECD US BANK N A MINN MTN RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/28/09	750000.000	RECD VERIZON GLOBAL FDG RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
7/14/09	550000.000	RECD VERIZON GLOBAL FDG RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
11/25/09	550000.000	RECD MACHOVIA CORP RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD MACHOVIA CORP RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
5/26/09	830000.000	RECD WALT DISNEY CO MTN RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/ 7/09	550000.000	RECD WALT DISNEY CO MTN RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/ 4/09	450000.000	RECD WALT DISNEY CO MTN RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

DATE	88R/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/31/09	730000.000	RECD ANZ NATIONAL INTL RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	550000.000	RECD CALIFORNIA ST RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
9/15/09	550000.000	RECD IRVING RANCH CALIF RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
10/ 7/09	550000.000	RECD IRVING RANCH CALIF RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
12/31/09	450000.000	RECD IRVING RANCH CALIF RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
2/ 2/09	750000.000	RECD PHILADELPHIA PA SCH RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
3/13/09	750000.000	RECD PHILADELPHIA PA SCH RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
3/19/09	455000.000	RECD PHILADELPHIA PA SCH RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00
3/13/09	720000.000	RECD WASHINGTON ST RETURN OF CAPITAL CURRENT YEAR AMORTIZATION	* NONE *	0.00	0.00	0.00	0.00

SCHEDULE D									
ACCT# 47911100 (THE SEBEL CHARITABLE FOUNDATION) YR END 12/31/10 TAXPAYER ID 95-4691748 TX 0 6									
TAX OFFICER# 6 NO TAX RESPONSIBILITY									
DATE	SER/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.	PAGE 34	
01/09/09	900000.000	RECD FEMA RETURN OF CAPITAL MARKET DISCOUNT	2.9004 4/07/14 * NONE *	0.00	0.00	0.00	0.00		
4/29/09	425000.000	RECD MERRILL LYNCH MTN RETURN OF CAPITAL MARKET DISCOUNT	4.2504 2/06/10 * NONE *	0.00	0.00	0.00	0.00		
5/18/09	450000.000	RECD LOS ANGELES CRTV CAL RETURN OF CAPITAL CURRENT YEAR NON-TAXABLE OID	6/30/09 * NONE *	0.00	0.00	0.00	0.00		
5/18/09	450000.000	RECD LOS ANGELES CRTV CAL RETURN OF CAPITAL CURRENT YEAR ACQ. PREMIUM OID	6/30/09 * NONE *	0.00	0.00	0.00	0.00		
						173324.48	21324.56		