Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2009

FILE COPY

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: WALTER AND ELISE HAAS FUND

Number and street (or P.O. box number if mail is not delivered to street address) / Room/suite: ONE LOMBARD STREET, SUITE 305

City or town, state, and ZIP code: SAN FRANCISCO, CA 94111

A Employer identification number: 94-6068564

B Telephone number (see page 10 of the instructions): (415) 398-4474

C 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: [X] 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) ▶ $ 217,205,789.

J Accounting method: ☐ Cash [X] 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) (see page 11 of the instructions).)*

		(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 (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,530.	3,530.	0.	ATCH 1
	4 Dividends and interest from securities	2,831,300.	2,831,300.	0.	ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-917,137.			
	b Gross sales price for all assets on line 6a 19,316,690.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	47,758,069.	3,031,506.	0.	ATCH 3
	12 **Total.** Add lines 1 through 11	49,675,762.	5,866,336.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	256,793.	0.	0.	256,793.
	14 Other employee salaries and wages	740,645.	0.	0.	740,645.
	15 Pension plans, employee benefits	411,791.	0.	0.	411,791.
	16a Legal fees (attach schedule) ATCH 4	3,763.	1,881.	0.	1,882.
	b Accounting fees (attach schedule) ATCH 5	188,192.	100,408.	0.	87,784.
	c Other professional fees (attach schedule) *	1,162,557.	1,162,557.	0.	0.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	51,090.	0.	0.	2,035.
	19 Depreciation (attach schedule) and depletion	58,408.	0.	0.	
	20 Occupancy	183,307.	0.	0.	183,307.
	21 Travel, conferences, and meetings	21,092.	0.	0.	21,092.
	22 Printing and publications	51,302.	0.	0.	51,302.
	23 Other expenses (attach schedule) ATCH 8	212,030.	0.	0.	212,030.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,340,970.	1,264,846.	0.	1,968,661.
	25 Contributions, gifts, grants paid	12,062,208.			13,210,708.
	26 **Total expenses and disbursements.** Add lines 24 and 25	15,403,178.	1,264,846.	0.	15,179,369.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	34,272,584.			
	b **Net investment income** (if negative, enter -0-)		4,601,490.		
	c **Adjusted net income** (if negative, enter -0-)			-0-.	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. * ATCH 6 JSA ** ATCH 7 Form **990-PF** (2009)

9E1410 2.000

11/5/2010 10:09:03 AM WEHF

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	983.	983.	983.
2	Savings and temporary cash investments	2,873,859.	4,860,201.	4,860,201.
3	Accounts receivable ▶ 341,941.			
	Less: allowance for doubtful accounts ▶	12,487,109.	341,941.	341,941.
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ *		* 596,127.	ATCH 9
	Less: allowance for doubtful accounts ▶	565,767.	596,127.	596,127.
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges ATCH 10	3,108.	3,108.	3,108.
10 a	Investments - U.S. and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶	0.		
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 11	167,652,986.	211,025,027.	211,025,027.
14	Land, buildings, and equipment: basis ▶ 555,680.			ATCH 12
	Less: accumulated depreciation (attach schedule) ▶ 271,848.	337,061.	283,832.	283,832.
15	Other assets (describe ▶ ATCH 13)	133,897.	94,570.	94,570.
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	184,054,770.	217,205,789.	217,205,789.
Liabilities				
17	Accounts payable and accrued expenses	204,978.	219,913.	
18	Grants payable	2,341,500.	1,193,000.	
19	Deferred revenue	0.		
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶ ATCH 14)	6,081.	18,081.	
23	**Total liabilities** (add lines 17 through 22)	2,552,559.	1,430,994.	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	181,502,211.	215,774,795.	
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			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	181,502,211.	215,774,795.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	184,054,770.	217,205,789.	

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	181,502,211.
2	Enter amount from Part I, line 27a	2	34,272,584.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	215,774,795.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	215,774,795.

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	SEE PART IV SCHEDULE			
b				
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				
b				
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				
b				
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	-917,137.
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) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

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 page 18 of the 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	15,046,968.	225,145,592.	0.066832
2007	13,333,481.	256,815,297.	0.051919
2006	11,901,486.	237,671,387.	0.050075
2005	13,512,404.	228,335,439.	0.059178
2004	12,392,935.	193,834,488.	0.063936

2 **Total** of line 1, column (d)	2	0.291940
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	0.058388
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	196,199,847.
5 Multiply line 4 by line 3	5	11,455,717.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	46,015.
7 Add lines 5 and 6	7	11,501,732.
8 Enter qualifying distributions from Part XII, line 4	8	15,179,369.

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 on page 18.

Part VI Excise Tax Based on Investme[...]come (Section 4940(a), 4940(b), 4940(e), or [...] - see page 18 of the 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 ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	46,015.
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	
3	Add lines 1 and 2		3	46,015.
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	46,015.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 109,786.		
b	Exempt foreign organizations-tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	109,786.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	63,771.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 63,771. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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*	8b	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 on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Act[illegible]s (continued)

		Yes	No
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 page 20 of the 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 ▶ WWW.HAASSR.ORG

14 The books are in care of ▶ ARGONAUT SECURITIES COMPANY Telephone no. ▶ 415-501-4885

Located at ▶ 1155 BATTERY ST, LS7W SAN FRANCISCO, CA ZIP + 4 ▶ 94111

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here N/A ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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? ATTACHMENT 21 ☒ 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)?	1b		X
	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 page 20 of the instructions.)	2b	N/A	
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.)*	3b	N/A	
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

Part VII-B Statements Regarding Ac[...]ties for Which Form 4720 May Be Requi[...] 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)? (see page 22 of the instructions) ☐ 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 ☒ No

b 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 page 22 of the instructions)? 5b N/A
Organizations 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
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 ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b No: X
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 ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b 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 (see page 22 of the instructions).

(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
ATTACHMENT 15		256,793.	62,972.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). 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
ATTACHMENT 16		557,257.	163,791.	0.

Total number of other employees paid over $50,000 ▶ 2

JSA
9E1460 1.000

11/5/2010 10:09:03 AM WEHF

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATTACHMENT 17		665,616.

Total number of others receiving over $50,000 for professional services ▶ 3

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 HOSTING MEETINGS OF NONPROFIT LEADERS AND GRANTMAKERS; SERVICE OF FOUNDATION STAFF ON NONPROFIT BOARDS AND ADVISORY COUNCILS; TECHNICAL ASSISTANCE TO ENCOURAGE PHILANTHROPY.	6,611.
2 OTHER ACTIVITIES OF FOUNDATION LIMITED SOLELY TO GRANT MAKING.	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

JSA
9E1465 1.000

11/5/2010 10:09:03 AM WEHF

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	67,037,555.
b	Average of monthly cash balances	1b	4,019,345.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	128,130,762.
d	**Total** (add lines 1a, b, and c)	1d	199,187,662.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	199,187,662.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	2,987,815.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	196,199,847.
6	**Minimum investment return.** Enter 5% of line 5	6	9,809,992.

Part XI **Distributable Amount** (see page 25 of the 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	9,809,992.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	46,015.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	46,015.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	9,763,977.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	9,763,977.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	9,763,977.

Part XII **Qualifying Distributions** (see page 25 of the 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	15,179,369.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	15,179,369.
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 (see page 26 of the instructions)	5	46,015.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	15,133,354.

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.

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				9,763,977.
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only				
b	Total for prior years: 20 07 ,20 06 ,20 05				
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 ... 5,142,509.				
b	From 2005 ... 2,912,487.				
c	From 2006 ... 2,218,324.				
d	From 2007 ... 6,155,600.				
e	From 2008 ... 14,238,581.				
f	**Total** of lines 3a through e	30,667,501.			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 15,179,369.				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	SEE ELECTION STATEMENT 5,415,392.			
d	Applied to 2009 distributable amount				9,763,977.
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).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	36,082,893.			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions				
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0.			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	36,082,893.			
10	Analysis of line 9:				
a	Excess from 2005 ... 2,912,487.				
b	Excess from 2006 ... 2,218,324.				
c	Excess from 2007 ... 6,155,600.				
d	Excess from 2008 ... 14,238,581.				
e	Excess from 2009 ... 10,557,901.				

FEDERAL ELECTIONS

DESCRIPTION: DISTRIBUTIONS OUT OF CORPUS

FORM & LINE/INSTRUCTION REFERENCE: FORM 990-PF, PART XIII, LINE 4C, COL (A)

REGULATION REFERENCE: 53.4942(A)-3(D)(2)

ELECTION --------
PURSUANT TO INCOME TAX REGULATION SECTION 53.4942(A)-3(D)(2), THE FOUNDATION ELECTS TO TREAT QUALIFYING DISTRIBUTIONS FOR 2008 OF $5,415,392 AS DISTRIBUTIONS OUT OF CORPUS.

PAMELA H. DAVID
SIGNATURE OF EXECUTIVE DIRECTOR

ELECTION STATEMENT

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

ATTACHMENT 18

b The form in which applications should be submitted and information and materials they should include:

SEE ATTACHMENT 26 (SAMPLE FORM)

c Any submission deadlines:

NONE

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

SEE ATTACHMENT 26 (SAMPLE FORM)

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
OTHER GRANTMAKING INTERESTS SEE ATTACHMENT 23				13,210,708.
Total ▶ **3a**				13,210,708.
b *Approved for future payment*				
ATTACHMENT 19				
Total ▶ **3b**				1,193,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3,530.	
4 Dividends and interest from securities			14	2,831,300.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	3,031,506.	
8 Gain or (loss) from sales of assets other than inventory			18	-917,137.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b ATTACHMENT 20				44,726,563.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				49,675,762.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 49,675,762.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

JSA
9E1492 1.000

11/5/2010 10:09:03 AM WEHF

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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
NOT APPLICABLE		

Sign Here

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee | Date: 11/12/10 | Title: EXECUTIVE DIRECTOR

Paid Preparer's Use Only			
Preparer's signature	PARKER B. PHILLIPS	Date 11/05/2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00328425
Firm's name (or yours if self-employed), address, and ZIP code	ARGONAUT SECURITIES COMPANY 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	EIN ▶ 94-2719989 Phone no. 415-501-4885	

Form **2220** Department of the Treasury Internal Revenue Service

Underpay. ..nt of Estimated Tax by Corp. ..tions

▶ See separate instructions.
▶ Attach to the corporation's tax return.

OMB No. 1545-0142

2009

Name: WALTER AND ELISE HAAS FUND

Employer identification number: 94-6068564

Note: *Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but* ***do not*** *attach Form 2220.*

Part I Required Annual Payment

1	Total tax (see instructions)			1	46,015.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a			
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b			
c	Credit for federal tax paid on fuels (see instructions)	2c			
d	**Total.** Add lines 2a through 2c			2d	
3	Subtract line 2d from line 1. If the result is less than $500, **do not** complete or file this form. The corporation does not owe the penalty			3	46,015.
4	Enter the tax shown on the corporation's 2008 income tax return (see instructions). **Caution:** ***If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5***			4	107,196.
5	**Required annual payment.** Enter the **smaller** of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3			5	46,015.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

6 [ ] The corporation is using the adjusted seasonal installment method.
7 [ ] The corporation is using the annualized income installment method.
8 [X] The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

			(a)	(b)	(c)	(d)
9	**Installment due dates.** Enter in columns (a) through (d) the 15th day of the 4th (*Form 990-PF filers: Use 5th month*), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/2009	06/15/2009	09/15/2009	12/15/2009
10	**Required installments.** If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10	11,504.	11,504.	11,504.	11,504.
11	Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11	109,786.			
	Complete lines 12 through 18 of one column before going to the next column.					
12	Enter amount, if any, from line 18 of the preceding column	12		98,282.	86,778.	75,274.
13	Add lines 11 and 12	13		98,282.	86,778.	75,274.
14	Add amounts on lines 16 and 17 of the preceding column	14				
15	Subtract line 14 from line 13. If zero or less, enter -0-	15	109,786.	98,282.	86,778.	75,274.
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16				
17	**Underpayment.** If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17				
18	**Overpayment.** If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	98,282.	86,778.	75,274.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

Part IV Figuring the Penalty

		(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). *(Form 990-PF and Form 990-T filers:* Use 5th month instead of 3rd month.)	19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20				
21 Number of days on line 20 after 4/15/2009 and before 7/1/2009	21				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365}$ x 4%	22				
23 Number of days on line 20 after 6/30/2009 and before 10/1/2009	23				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365}$ x 4%	24				
25 Number of days on line 20 after 9/30/2009 and before 1/1/2010	25				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365}$ x 4%	26				
27 Number of days on line 20 after 12/31/2009 and before 4/1/2010	27				
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365}$ x 4%	28				
29 Number of days on line 20 after 3/31/2010 and before 7/1/2010	29				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365}$ x *%	30				
31 Number of days on line 20 after 6/30/2010 and before 10/1/2010	31				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365}$ x *%	32				
33 Number of days on line 20 after 9/30/2010 and before 1/1/2011	33				
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365}$ x *%	34				
35 Number of days on line 20 after 12/31/2010 and before 2/16/2011	35				
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{365}$ x *%	36				
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37				

38 **Penalty.** Add columns (a) through (e) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns	38	

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at **www.irs.gov.** You can also call 1-800-829-4933 to get interest rate information.

Form **4562**

Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No. 1545-0172

2009

Attachment Sequence No. **67**

Name(s) shown on return: WALTER AND ELISE HAAS FUND

Identifying number: 94-6068564

Business or activity to which this form relates: GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	2,056.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	27,099.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
20a Class life	SEE	5,179.	VAR	HY	S/L	519.
b 12-year	DETAIL		12 yrs.	HY	S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	29,674.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* ***only*** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.***)**

24a Do you have evidence to support the business/investment use claimed? ☐ **Yes** ☐ **No** **24b** If "Yes," is the evidence written? ☐ **Yes** ☐ **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 . . . . **28**

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 . . . . **29**

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year . . .												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32 . . .												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours? . . .												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year (see instructions):					
43 Amortization of costs that began before your 2009 tax year				43	28,734.
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	28,734.

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
BOOKCASES 97	01/10/1997	496.	100.000			496.	496.	496.	SL		7.000				
COMPUTER DESK 97	02/04/1997	332.	100.000			332.	332.	332.	SL		7.000				
OFFICE CHAIRS 97	02/10/1997	909.	100.000			909.	909.	909.	SL		7.000				
FILE CABINET 97	02/11/1997	253.	100.000			253.	253.	253.	SL		7.000				
GUEST CHAIRS 97	02/25/1997	775.	100.000			775.	775.	775.	SL		7.000				
DESK & TABLES 97	03/24/1997	4,510.	100.000			4,510.	4,510.	4,510.	SL		7.000				
TASK CHAIR 98	11/16/1998	380.	100.000			380.	370.	370.	SL		7.000				
FILE CABINET 99	03/12/1999	456.	100.000			456.	456.	456.	SL		7.000				
LASER PRINTER 00	03/01/2000	1,679.	100.000			1,679.	1,679.	1,679.	SL		5.000				
COMPUTER ACCESS 00	08/17/2000	94.	100.000			94.	94.		SL		5.000				*
DELL COMPUTER 01	02/07/2001	1,597.	100.000			1,597.	1,597.		SL		5.000				*
LASER PRINTER 01	02/07/2001	1,457.	100.000			1,457.	1,457.	1,457.	SL		5.000				
OFFICE FURNTR 01	07/13/2001	1,023.	100.000			1,023.	1,023.	1,023.	SL		7.000				
FILING CABINET 01	07/13/2001	3,480.	100.000			3,480.	3,480.	3,480.	SL		7.000				
DELL COMPUTER 01	09/20/2001	1,645.	100.000			1,645.	1,645.		SL		5.000				*
BASE CHAIR 01	08/27/2001	731.	100.000			731.	731.	731.	SL		7.000				
TASK CHAIR 01	08/27/2001	1,030.	100.000			1,030.	1,030.	1,030.	SL		7.000				
WORKSURFACE 01	08/27/2001	596.	100.000			596.	596.	596.	SL		7.000				
UNDERSRFC PED 01	08/27/2001	937.	100.000			937.	937.	937.	SL		7.000				
Less: Retired Assets						4,539.	4,539.								
Subtotals						227,458.	111,629.	141,303.							29,674.
Listed Property															
Less: Retired Assets															
Subtotals															
TOTALS		227,458.				227,458.	111,629.	141,303.							29,674.

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
PLAN COSTS 00	01/01/2000	744.	744.	744.	A178	10.000	
PLAN COSTS II 00	01/01/2000	1,451.	1,451.	1,451.	A178	10.000	
PLAN COSTS 00	01/01/2000	1,128.	1,128.	1,128.	A178	10.000	
KITCHEN 02	11/06/2002	3,704.	3,704.	3,704.	A178	10.000	
CABINETS 02	02/14/2002	2,338.	2,338.	2,338.	A178	10.000	
TOTALS		328,221.	101,811.	130,545.			28,734.

*Assets Retired

JSA
9X9024 1.000

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Method	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
WORKSURFACE TOP 01	08/27/2001	885.	100.000			885.	885.	885.	SL		7.000				
COMPUTER FURNTR 01	08/27/2001	376.	100.000			376.	376.	376.	SL		7.000				
FILE CABINET 01	09/17/2001	643.	100.000			643.	643.	643.	SL		7.000				
BOOKSHELVE 01	09/19/2001	212.	100.000			212.	212.	212.	SL		7.000				
SERVER HARDWARE 02	02/14/2002	8,660.	100.000			8,660.	8,660.	8,660.	SL		5.000				
SCREENS COPY 02	07/02/2002	367.	100.000			367.	367.	367.	SL		5.000				
PRINTER STAND 02	07/02/2002	895.	100.000			895.	832.	895.	SL		7.000				63.
OFFICE FURN 02	09/16/2002	7,228.	100.000			7,228.	6,714.	7,228.	SL		7.000				514.
AERON CHAIR 02	10/17/2002	884.	100.000			884.	819.	884.	SL		7.000				65.
CABLING 02	05/30/2002	685.	100.000			685.	637.	685.	SL		7.000				
LAPTOP & ACCESS 02	12/24/2002	3,453.	100.000			3,453.	3,453.	3,453.	SL		5.000				
DELL COMPUTER 03	01/16/2003	1,313.	100.000			1,313.	1,313.	1,313.	SL		5.000				
HP PRINTER 03	05/07/2003	243.	100.000			243.	243.	243.	SL		5.000				
NETWORK SWITCH 03	02/20/2003	1,203.	100.000			1,203.	1,203.		SL		5.000				*
THINKPAD CD/DVD 03	06/17/2003	314.	100.000			314.	314.	314.	SL		5.000				
WIRELESS PCCARD 03	10/16/2003	111.	100.000			111.	111.	111.	SL		5.000				
COMPUTER ACCESS 03	01/01/2003	170.	100.000			170.	170.	170.	SL		5.000				
TABLE LAMP 03	02/25/2003	415.	100.000			415.	344.	403.	SL		7.000				59.
DESK LAMP SVC 03	02/27/2003	150.	100.000			150.	123.	144.	SL		7.000				21.
Less: Retired Assets															
Subtotals															

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Method	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less: Retired Assets															
Subtotals															
TOTALS															

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
MISC RENOV 01	09/01/2001	2,186.	2,186.	2,186.	A178	10.000	
OP CONTRACT 01	09/01/2001	10,766.	10,766.	10,766.	A178	10.000	
HENDLER DESIGN 01	09/01/2001	4,079.	4,079.	4,079.	A178	10.000	
HATHAWAY DINWDD 01	09/01/2001	12,941.	12,941.	12,941.	A178	10.000	
GLUMAC INTERN 01	09/01/2001	1,420.	1,420.	1,420.	A178	10.000	
TOTALS							

*Assets Retired

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
TASK CHAIR 03	10/27/2003	354.	100.000			354.	263.	314.	SL		7.000				51.
KEYBRDTRAY&MOUSE04	02/26/2004	1,126.	100.000			1,126.	1,088.	1,126.	SL		5.000				38.
COMPUTER 04	05/27/2004	8,661.	100.000			8,661.	7,938.	8,661.	SL		5.000				723.
PRINTER 04	08/13/2004	150.	100.000			150.	133.	150.	SL		5.000				17.
TABLE 04	02/18/2004	278.	100.000			278.	193.	233.	SL		7.000				40.
FILE CABINET 04	12/14/2004	1,316.	100.000			1,316.	768.	956.	SL		7.000				188.
POWER SUPPLY 05	06/16/2005	779.	100.000			779.	546.	702.	SL		5.000				156.
BIOCOMFRT CHAIR 05	08/18/2005	512.	100.000			512.	243.	316.	SL		7.000				73.
VIDEO CONFER 06	12/31/2006	31,763.	100.000			31,763.	13,500.	19,853.	SL	MQ	5.000		5		6,353.
FURNISHINGS 06	12/31/2006	87,356.	100.000			87,356.	26,521.	39,004.	SL	MQ	7.000		7		12,4[illegible]
TELEPHONE SYSTM 06	12/31/2006	15,899.	100.000			15,899.	6,757.	9,937.	SL	MQ	5.000		5		3,1[illegible]
KITCHEN EQUIP 06	12/31/2006	1,275.	100.000			1,275.	542.	797.	SL	MQ	5.000		5		255.
WIRELESS BACKUP 06	04/30/2006	2,820.	100.000			2,820.	1,481.	2,045.	SL	MQ	5.000		5		564.
10 LCD MONITORS 06	07/14/2006	3,723.	100.000			3,723.	1,769.	2,514.	SL	MQ	5.000		5		745.
ART PRINTS 06	10/13/2006	791.	100.000			791.	240.	353.	SL	MQ	7.000		7		113.
CANNON FAX 06	10/23/2006	1,372.	100.000			1,372.	582.	856.	SL	MQ	5.000		5		274.
ACE3-ISDN NTI 06	08/30/2006	412.	100.000			412.	195.	277.	SL	MQ	5.000		5		82.
PD COMPUTER 07	01/11/2007	1,329.	100.000			1,329.	499.	765.	SL	HY	5.000		5		266.
3 SERVER HD 07	02/08/2007	607.	100.000			607.	227.	348.	SL	HY	5.000		5		121.
Less: Retired Assets															
Subtotals															

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less: Retired Assets															
Subtotals															
TOTALS															

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
CISCO BUILDING 01	09/01/2001	16.	16.	16.	A178	10.000	
CASTELERO DESGN 01	09/01/2001	1,390.	1,390.	1,390.	A178	10.000	
LEASEHOLD IMPROV06	12/31/2006	274,483.	57,183.	84,631.	A178	10.000	27,448.
LEASEHOLD IMPROV07	01/19/2007	11,049.	2,353.	3,581.	A178	9.000	1,228.
LEASEHOLD IMPROV07	02/15/2007	526.	112.	170.	A178	9.000	58.
TOTALS							

*Assets Retired

JSA
9X9024 1.000

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
NEW CPU 07	07/09/2007	1,055.	100.000			1,055.	290.	501.	SL	HY	5.000		5		211.
WHITEBOARD 07	10/23/2007	1,949.	100.000			1,949.	314.	593.	SL	HY	7.000		7		279.
BOARD RM DECOR 07	07/06/2007	2,744.	100.000			2,744.	539.	931.	SL	HY	7.000		7		392.
SCONE LIGHTS 07	01/25/2007	165.	100.000			165.	45.	69.	SL	HY	7.000		7		24.
BOARD RM SIGN 07	07/02/2007	1,774.	100.000			1,774.	349.	603.	SL	HY	7.000		7		254.
RECEPT SIGN 07	05/21/2007	188.	100.000			188.	44.	71.	SL	HY	7.000		7		27.
FILE&BOOKCASE 07	03/19/2007	1,001.	100.000			1,001.	268.	411.	SL	HY	7.000		7		143.
GLASS REC TABLE 07	05/15/2007	219.	100.000			219.	51.	82.	SL	HY	7.000		7		31.
BLACKBERRYSERVER07	06/13/2007	1,524.	100.000			1,524.	496.	801.	SL	HY	5.000		5		305.
TERMINAL SERVER 08	06/23/2008	4,721.	100.000			4,721.	472.	1,416.	SL	HY	5.000		5		94[illegible]
AF BOOKSHELF 08	07/09/2008	168.	100.000			168.	12.	36.	SL	HY	7.000		7		2[illegible]
AGC BOOKCASE 08	12/17/2008	200.	100.000			200.	14.	43.	SL	HY	7.000		7		29.
PRINTER 09	01/20/2009	1,085.	100.000			1,085.		109.	SL	HY	5.000		5		109.
755 COMPUTER 09	02/23/2009	966.	100.000			966.		97.	SL	HY	5.000		5		97.
360 COMPUTER 09	08/13/2009	825.	100.000			825.		83.	SL	HY	5.000		5		83.
TER.SER.09SOFTWARE	10/14/2009	2,060.	100.000			2,060.		206.	SL	HY	5.000		5		206.
KEYBRDTRAY&MOUSE09	06/05/2009	243.	100.000			243.		24.	SL	HY	5.000		5		24.
Less: Retired Assets		4,539.													
Subtotals		227,458.													

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less: Retired Assets															
Subtotals															
TOTALS															

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired
JSA
9X9024 1.000

Form **8865**

Department of the Treasury
Internal Revenue Service

Return of U.S. Persons With Respect to Certain Foreign Partnerships

▶ Attach to your tax return. See separate instructions.

Information furnished for the foreign partnership's tax year beginning 01/01/2009 , and ending 12/31/2009

OMB No. 1545-1668

2009

Attachment Sequence No. 118

Name of person filing this return: WALTER AND ELISE HAAS FUND

Filer's identifying number: 94-6068564

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see Categories of Filers in the instructions and check applicable box(es)): 1 [ ] 2 [ ] 3 [X] 4 [ ]

B Filer's tax year beginning 01/01/2009 , and ending 12/31/2009

C Filer's share of liabilities: Nonrecourse $ Qualified nonrecourse financing $ Other $

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name | EIN

Address

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es) Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership RESOURCE CAPITAL FUND IV LP
1400 SIXTEENTH STREET SUITE 200
DENVER, CO 80202

2 EIN (if any) 98-0505491

3 Country under whose laws organized

4 Date of organization	5 Principal place of business	6 Principal business activity code number	7 Principal business activity	8a Functional currency	8b Exchange rate (see instr.)

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States

2 Check if the foreign partnership must file: [ ] Form 1042 [ ] Form 8804 [ ] Form 1065 or 1065-B

Service Center where Form 1065 or 1065-B is filed:

3 Name and address of foreign partnership's agent in country of organization, if any

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

5 Were any special allocations made by the foreign partnership? ▶ [ ] Yes [ ] No

6 Enter the number of Forms 8858, Information Return of U.S Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) ▶

7 How is this partnership classified under the law of the country in which it is organized? ▶

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? ▶ [ ] Yes [X] No

9 Does this partnership meet both of the following requirements?
- The partnership's total receipts for the tax year were less than $250,000 and
- The value of the partnership's total assets at the end of the tax year was less than $1 million.

▶ [ ] Yes [X] No

If "Yes," do not complete Schedules L, M-1, and M-2.

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

▶ Signature of general partner or limited liability company member ▶ Date

Paid Preparer Sign and Complete Only If Form is Filed Separately.

Preparer's signature ▶ | Date | Check if self-employed ▶ [ ] | Preparer's SSN or PTIN

Firm's name (or yours if self-employed), address, and ZIP code ▶ | EIN ▶ | Phone no.

Schedule A **Constructive Ownership of Partnership Interest.** Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a ☐ Owns a direct interest b ☐ Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 **Certain Partners of Foreign Partnership** (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? ☐ Yes ☐ No

Schedule A-2 **Affiliation Schedule.** List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

Schedule B **Income Statement - Trade or Business Income**

Caution. *Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.*

Income	1a	Gross receipts or sales	1a			
	b	Less returns and allowances	1b		1c	
	2	Cost of goods sold			2	
	3	Gross profit. Subtract line 2 from line 1c			3	
	4	Ordinary income (loss) from other partnerships, estates, and trusts (*attach statement*) *			4	
	5	Net farm profit (loss) (*attach Schedule F (Form 1040)*)			5	
	6	Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6	
	7	Other income (loss) (*attach statement*)			7	
	8	**Total income (loss).** Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9	Salaries and wages (other than to partners) (less employment credits)			9	
	10	Guaranteed payments to partners			10	
	11	Repairs and maintenance			11	
	12	Bad debts			12	
	13	Rent			13	
	14	Taxes and licenses			14	
	15	Interest			15	
	16a	Depreciation (*if required, attach Form 4562*)	16a			
	b	Less depreciation reported elsewhere on return	16b		16c	
	17	Depletion (**Do not** deduct oil and gas depletion.)			17	
	18	Retirement plans, etc.			18	
	19	Employee benefit programs			19	
	20	Other deductions (*attach statement*)			20	
	21	**Total deductions.** Add the amounts shown in the far right column for lines 9 through 20			21	
	22	**Ordinary business income (loss)** from trade or business activities. Subtract line 21 from line 8			22	

Schedule D **Capital Gains and Losses** (Use Schedule D-1 (Form 1065) to list additional transactions for lines 1 and 7)

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

	(a) Description of property (Example: 100 shares of "Z" Co.)	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1						

2	Enter short-term gain or (loss), if any, Schedule D-1 (Form 1065), line 2	2	
3	Short-term capital gain from installment sales from Form 6252, line 26 or 37	3	
4	Short-term capital gain (loss) from like-kind exchanges from Form 8824	4	
5	Partnership's share of net short-term capital gain (loss), including specially allocated short-term capital gains (losses), from other partnerships, estates, and trusts	5	
6	**Net short-term capital gain or (loss).** Combine lines 1 through 5 in column (f). Enter here and on Form 8865, Schedule K, line 8 or 11	6	

Part II **Long-Term Capital Gains and Losses - Assets Held More Than One Year**

	(a) Description of property (Example: 100 shares of "Z" Co.)	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
7						

8	Enter long-term gain or (loss), if any, Schedule D-1 (Form 1065), line 8	8	
9	Long-term capital gain from installment sales from Form 6252, line 26 or 37	9	
10	Long-term capital gain (loss) from like-kind exchanges from Form 8824	10	
11	Partnership's share of net long-term capital gain (loss), including specially allocated long-term capital gains (losses), from other partnerships, estates, and trusts	11	
12	Capital gain distributions	12	
13	**Net long-term capital gain or (loss).** Combine lines 7 through 12 in column (f). Enter here and on Form 8865, Schedule K, line 9a or 11	13	

Schedule K Partners' Distributive Share Items

				Total amount
Income (Loss)	1	Ordinary business income (loss) (page 2, line 22)	1	
	2	Net rental real estate income (loss) *(attach Form 8825)*	2	
	3 a	Other gross rental income (loss) — 3a		
	b	Expenses from other rental activities *(attach statement)* — 3b		
	c	Other net rental income (loss). Subtract line 3b from line 3a	3c	
	4	Guaranteed payments	4	
	5	Interest income	5	
	6	Dividends: a Ordinary dividends	6a	
		b Qualified dividends — 6b		
	7	Royalties	7	
	8	Net short-term capital gain (loss)	8	
	9 a	Net long-term capital gain (loss)	9a	
	b	Collectibles (28%) gain (loss) — 9b		
	c	Unrecaptured section 1250 gain *(attach statement)* — 9c		
	10	Net section 1231 gain (loss) *(attach Form 4797)*	10	
	11	Other income (loss) *(see instructions)* Type ▶	11	
Deductions	12	Section 179 deduction *(attach Form 4562)*	12	
	13 a	Contributions	13a	
	b	Investment interest expense	13b	
	c	Section 59(e)(2) expenditures: (1) Type ▶ (2) Amount ▶	13c(2)	
	d	Other deductions *(see instructions)* Type ▶	13d	
Self-Employment	14 a	Net earnings (loss) from self-employment	14a	
	b	Gross farming or fishing income	14b	
	c	Gross nonfarm income	14c	
Credits	15 a	Low-income housing credit (section 42(j)(5))	15a	
	b	Low-income housing credit (other)	15b	
	c	Qualified rehabilitation expenditures (rental real estate) *(attach Form 3468)*	15c	
	d	Other rental real estate credits (see instructions) Type ▶	15d	
	e	Other rental credits (see instructions) Type ▶	15e	
	f	Other credits *(see instructions)* Type ▶	15f	
Foreign Transactions	16 a	Name of country or U.S. possession ▶		
	b	Gross income from all sources	16b	
	c	Gross income sourced at partner level	16c	
		Foreign gross income sourced at partnership level		
	d	Passive category ▶ e General category ▶ f Other (attach statement) ▶	16f	
		Deductions allocated and apportioned at partner level		
	g	Interest expense ▶ h Other ▶	16h	
		Deductions allocated and apportioned at partnership level to foreign source income		
	i	Passive category ▶ j General category ▶ k Other (attach statement) ▶	16k	
	l	Total foreign taxes (check one): ▶ ☐ Paid ☐ Accrued	16l	
	m	Reduction in taxes available for credit *(attach statement)*	16m	
	n	Other foreign tax information *(attach statement)*		
Alternative Minimum Tax (AMT) Items	17 a	Post-1986 depreciation adjustment	17a	
	b	Adjusted gain or loss	17b	
	c	Depletion (other than oil and gas)	17c	
	d	Oil, gas, and geothermal properties - gross income	17d	
	e	Oil, gas, and geothermal properties - deductions	17e	
	f	Other AMT items *(attach statement)*	17f	
Other Information	18 a	Tax-exempt interest income	18a	
	b	Other tax-exempt income	18b	
	c	Nondeductible expenses	18c	
	19 a	Distributions of cash and marketable securities	19a	
	b	Distributions of other property	19b	
	20 a	Investment income	20a	
	b	Investment expenses	20b	
	c	Other items and amounts *(attach statement)*		

Schedule L **Balance Sheets per Books.** (Not required if Item G9, page 1, is answered "Yes.")

Assets	Beginning of tax year (a)	(b)	End of tax year (c)	(d)
1 Cash				
2 a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets *(attach statement)*				
7 Mortgage and real estate loans				
8 Other investments *(attach statement)*				
9 a Buildings and other depreciable assets				
b Less accumulated depreciation				
10 a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12 a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets *(attach statement)*				
14 **Total** assets				
Liabilities and Capital				
15 Accounts payable				
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities *(attach statement)*				
18 All nonrecourse loans				
19 Mortgages, notes, bonds payable in 1 year or more				
20 Other liabilities *(attach statement)*				
21 Partners' capital accounts				
22 **Total** liabilities and capital				

Schedule M Balance Sheets for Interest Allocation

	(a) Beginning of tax year	(b) End of tax year
1 Total U.S. assets		
2 Total foreign assets:		
a Passive category		
b General category		
c Other (attach statement)		

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return. (Not required if Item G9, page 1, is answered "Yes.")

1 Net income (loss) per books		6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11 not recorded on books this year (itemize):		a Tax-exempt interest $	
3 Guaranteed payments (other than health insurance)		7 Deductions included on Schedule K, lines 1 through 13d, and 16l not charged against book income this year (itemize):	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):		a Depreciation $	
a Depreciation $			
b Travel and entertainment $		8 Add lines 6 and 7	
5 Add lines 1 through 4		9 Income (loss). Subtract line 8 from line 5	

Schedule M-2 Analysis of Partners' Capital Accounts. (Not required if Item G9, page 1, is answered "Yes.")

1 Balance at beginning of year		6 Distributions: a Cash	
2 Capital contributed:		b Property	
a Cash		7 Other decreases (itemize):	
b Property			
3 Net income (loss) per books			
4 Other increases (itemize):		8 Add lines 6 and 7	
5 Add lines 1 through 4		9 Balance at end of year. Subtract line 8 from line 5	

JSA
9X1915 2.000

11/5/2010 10:09:03 AM WEHF

Schedule N Transactions Between Controlled Foreign Partnership and Partners or Other Related Entities

Important: Complete a separate Form 8865 and Schedule N for each controlled foreign partnership. Enter the totals for each type of transaction that occurred between the foreign partnership and the persons listed in columns (a) through (d).

Transactions of foreign partnership	(a) U.S. person filing this return	(b) Any domestic corporation or partnership controlling or controlled by the U.S. person filing this return	(c) Any other foreign corporation or partnership controlling or controlled by the U.S. person filing this return	(d) Any U.S. person with a 10% or more direct interest in the controlled foreign partnership (other than the U.S. person filing this return)
1 Sales of inventory				
2 Sales of property rights (patents, trademarks, etc.)				
3 Compensation received for technical, managerial, engineering, construction, or like services				
4 Commissions received				
5 Rents, royalties, and license fees received				
6 Distributions received				
7 Interest received				
8 Other				
9 Add lines 1 through 8				
10 Purchases of inventory				
11 Purchases of tangible property other than inventory				
12 Purchases of property rights (patents, trademarks, etc.)				
13 Compensation paid for technical, managerial, engineering, construction, or like services				
14 Commissions paid				
15 Rents, royalties, and license fees paid				
16 Distributions paid				
17 Interest paid				
18 Other				
19 Add lines 10 through 18				
20 Amounts borrowed (enter the maximum loan balance during the year) - see instructions				
21 Amounts loaned (enter the maximum loan balance during the year) - see instructions				

Form **8865**

Department of the Treasury
Internal Revenue Service

Return of U.S. Persons With Respect to Certain Foreign Partnerships

▶ Attach to your tax return. See separate instructions.

Information furnished for the foreign partnership's tax year beginning 01/01/2009 , and ending 12/31/2009

OMB No. 1545-1668

2009

Attachment Sequence No. **118**

Name of person filing this return	Filer's identifying number
WALTER AND ELISE HAAS FUND	94-6068564

Filer's address (if you are not filing this form with your tax return)

A Category of filer (see **Categories of Filers** in the instructions and check applicable box(es)): 1 ☐ 2 ☐ 3 ☐ 4 ☐

B Filer's tax year beginning 01/01/2009 , and ending 12/31/2009

C Filer's share of liabilities: Nonrecourse $ Qualified nonrecourse financing $ Other $

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent:

Name | EIN

Address

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es) Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership SENTIENT GLOBAL RESOURCES FUND II LP
LANDMARK SQUARE,1ST FL,64 EARTH CL, WEST BAY BEACH SOUTH,PO BOX
GRAND CAYMAN,CAYMAN ISLAND
CJ

2 EIN (if any) 98-0530618

3 Country under whose laws organized

4 Date of organization	5 Principal place of business	6 Principal business activity code number	7 Principal business activity	8a Functional currency	8b Exchange rate (see instr.)

G Provide the following information for the foreign partnership's tax year:

1 Name, address, and identifying number of agent (if any) in the United States

2 Check if the foreign partnership must file: ☐ Form 1042 ☐ Form 8804 ☐ Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed:

3 Name and address of foreign partnership's agent in country of organization, if any

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different

5 Were any special allocations made by the foreign partnership? . . . ▶ ☐ Yes ☐ No

6 Enter the number of Forms 8858, Information Return of U.S Persons With Respect To Foreign Disregarded Entities, attached to this return (see instructions) . . . ▶

7 How is this partnership classified under the law of the country in which it is organized? ▶

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3), (4), or 1.1503(d)-1(b)(4)? . . . ▶ ☐ Yes [X] No

9 Does this partnership meet **both** of the following requirements?
- The partnership's total receipts for the tax year were less than $250,000 and
- The value of the partnership's total assets at the end of the tax year was less than $1 million.

} . . . ▶ ☐ Yes [X] No

If "Yes," **do not** complete Schedules L, M-1, and M-2.

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return.

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 general partner or limited liability company member) is based on all information of which preparer has any knowledge.

▶ Signature of general partner or limited liability company member ▶ Date

Paid Preparer Sign and Complete Only If Form is Filed Separately.

Preparer's signature ▶ | Date | Check if self-employed ▶ ☐ | Preparer's SSN or PTIN

Firm's name (or yours if self-employed), address, and ZIP code ▶ | EIN ▶ | Phone no.

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions. Form **8865** (2009)

JSA
9X1910 2.000

11/5/2010 10:09:03 AM WEHF

Schedule A **Constructive Ownership of Partnership Interest.** Check the boxes that apply to the filer. If you check box **b**, enter the name, address, and U.S. taxpayer identifying number (if any) of the person(s) whose interest you constructively own. See instructions.

a ☐ Owns a direct interest b ☐ Owns a constructive interest

Name	Address	Identifying number (if any)	Check if foreign person	Check if direct partner

Schedule A-1 **Certain Partners of Foreign Partnership** (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person

Does the partnership have any other foreign person as a direct partner? . . . . ☐ Yes ☐ No

Schedule A-2 **Affiliation Schedule.** List all partnerships (foreign or domestic) in which the foreign partnership owns a direct interest or indirectly owns a 10% interest.

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership

Schedule B **Income Statement - Trade or Business Income**

Caution. *Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.*

	Line	Description			Line	Amount
Income	1a	Gross receipts or sales	1a			
	b	Less returns and allowances	1b		1c	
	2	Cost of goods sold			2	
	3	Gross profit. Subtract line 2 from line 1c			3	
	4	Ordinary income (loss) from other partnerships, estates, and trusts (*attach statement*) *			4	
	5	Net farm profit (loss) (*attach Schedule F (Form 1040)*)			5	
	6	Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			6	
	7	Other income (loss) (*attach statement*)			7	
	8	**Total income (loss).** Combine lines 3 through 7			8	
Deductions (see instructions for limitations)	9	Salaries and wages (other than to partners) (less employment credits)			9	
	10	Guaranteed payments to partners			10	
	11	Repairs and maintenance			11	
	12	Bad debts			12	
	13	Rent			13	
	14	Taxes and licenses			14	
	15	Interest			15	
	16a	Depreciation (*if required, attach Form 4562*)	16a			
	b	Less depreciation reported elsewhere on return	16b		16c	
	17	Depletion (**Do not** deduct oil and gas depletion.)			17	
	18	Retirement plans, etc.			18	
	19	Employee benefit programs			19	
	20	Other deductions (*attach statement*)			20	
	21	**Total deductions.** Add the amounts shown in the far right column for lines 9 through 20			21	
	22	**Ordinary business income (loss)** from trade or business activities. Subtract line 21 from line 8			22	

Schedule D **Capital Gains and Losse.** Jse Schedule D-1 (Form 1065) to list addi .al transactions for lines 1 and 7)

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares of "Z" Co.)	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1					

2	Enter short-term gain or (loss), if any, Schedule D-1 (Form 1065), line 2	2	
3	Short-term capital gain from installment sales from Form 6252, line 26 or 37	3	
4	Short-term capital gain (loss) from like-kind exchanges from Form 8824	4	
5	Partnership's share of net short-term capital gain (loss), including specially allocated short-term capital gains (losses), from other partnerships, estates, and trusts	5	
6	**Net short-term capital gain or (loss).** Combine lines 1 through 5 in column (f). Enter here and on Form 8865, Schedule K, line 8 or 11	6	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares of "Z" Co.)	(b) Date acquired (month, day, year)	(c) Date sold (month, day, year)	(d) Sales price (see instructions)	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
7					

8	Enter long-term gain or (loss), if any, Schedule D-1 (Form 1065), line 8	8	
9	Long-term capital gain from installment sales from Form 6252, line 26 or 37	9	
10	Long-term capital gain (loss) from like-kind exchanges from Form 8824	10	
11	Partnership's share of net long-term capital gain (loss), including specially allocated long-term capital gains (losses), from other partnerships, estates, and trusts	11	
12	Capital gain distributions	12	
13	**Net long-term capital gain or (loss).** Combine lines 7 through 12 in column (f). Enter here and on Form 8865, Schedule K, line 9a or 11	13	

Schedule K Partners' Distributive Share Items

				Total amount
Income (Loss)	1	Ordinary business income (loss) (page 2, line 22)	1	
	2	Net rental real estate income (loss) *(attach Form 8825)*	2	
	3 a	Other gross rental income (loss) — 3a		
	b	Expenses from other rental activities *(attach statement)* — 3b		
	c	Other net rental income (loss). Subtract line 3b from line 3a	3c	
	4	Guaranteed payments	4	
	5	Interest income	5	
	6	Dividends: a Ordinary dividends	6a	
		b Qualified dividends — 6b		
	7	Royalties	7	
	8	Net short-term capital gain (loss)	8	
	9 a	Net long-term capital gain (loss)	9a	
	b	Collectibles (28%) gain (loss) — 9b		
	c	Unrecaptured section 1250 gain *(attach statement)* — 9c		
	10	Net section 1231 gain (loss) *(attach Form 4797)*	10	
	11	Other income (loss) *(see instructions)* Type ▶	11	
Deductions	12	Section 179 deduction *(attach Form 4562)*	12	
	13 a	Contributions	13a	
	b	Investment interest expense	13b	
	c	Section 59(e)(2) expenditures: (1) Type ▶ ________ (2) Amount ▶	13c(2)	
	d	Other deductions *(see instructions)* Type ▶	13d	
Self-Employment	14 a	Net earnings (loss) from self-employment	14a	
	b	Gross farming or fishing income	14b	
	c	Gross nonfarm income	14c	
Credits	15 a	Low-income housing credit (section 42(j)(5))	15a	
	b	Low-income housing credit (other)	15b	
	c	Qualified rehabilitation expenditures (rental real estate) *(attach Form 3468)*	15c	
	d	Other rental real estate credits (see instructions) Type ▶ ________	15d	
	e	Other rental credits (see instructions) Type ▶ ________	15e	
	f	Other credits *(see instructions)* Type ▶	15f	
Foreign Transactions	16 a	Name of country or U.S. possession ▶ ________		
	b	Gross income from all sources	16b	
	c	Gross income sourced at partner level	16c	
		Foreign gross income sourced at partnership level		
	d	Passive category ▶ ________ e General category ▶ ________ f Other (attach statement) ▶	16f	
		Deductions allocated and apportioned at partner level		
	g	Interest expense ▶ ________ h Other ▶	16h	
		Deductions allocated and apportioned at partnership level to foreign source income		
	i	Passive category ▶ ________ j General category ▶ ________ k Other (attach statement) ▶	16k	
	l	Total foreign taxes (check one): ▶ ☐ Paid ☐ Accrued	16l	
	m	Reduction in taxes available for credit *(attach statement)*	16m	
	n	Other foreign tax information *(attach statement)*		
Alternative Minimum Tax (AMT) Items	17 a	Post-1986 depreciation adjustment	17a	
	b	Adjusted gain or loss	17b	
	c	Depletion (other than oil and gas)	17c	
	d	Oil, gas, and geothermal properties - gross income	17d	
	e	Oil, gas, and geothermal properties - deductions	17e	
	f	Other AMT items *(attach statement)*	17f	
Other Information	18 a	Tax-exempt interest income	18a	
	b	Other tax-exempt income	18b	
	c	Nondeductible expenses	18c	
	19 a	Distributions of cash and marketable securities	19a	
	b	Distributions of other property	19b	
	20 a	Investment income	20a	
	b	Investment expenses	20b	
	c	Other items and amounts *(attach statement)*		

Form 8865 (2009) Page 5

Schedule L **Balance Sheets per Books.** (Not required if Item G9, page 1, is answered "Yes.")

Assets	Beginning of tax year (a)	(b)	End of tax year (c)	(d)
1 Cash				
2 a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets *(attach statement)*				
7 Mortgage and real estate loans				
8 Other investments *(attach statement)*				
9 a Buildings and other depreciable assets				
b Less accumulated depreciation				
10 a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12 a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets *(attach statement)*				
14 **Total** assets				
Liabilities and Capital				
15 Accounts payable				
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities *(attach statement)*				
18 All nonrecourse loans				
19 Mortgages, notes, bonds payable in 1 year or more				
20 Other liabilities *(attach statement)*				
21 Partners' capital accounts				
22 **Total** liabilities and capital				

Form **8865** (2009)

Schedule M **Balance Sheets for Interest Allocation**

	(a) Beginning of tax year	(b) End of tax year
1 Total U.S. assets		
2 Total foreign assets:		
a Passive category		
b General category		
c Other (attach statement)		

Schedule M-1 **Reconciliation of Income (Loss) per Books With Income (Loss) per Return.** (Not required if Item G9, page 1, is answered "Yes.")

1 Net income (loss) per books		6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11 not recorded on books this year (itemize):		a Tax-exempt interest $	
3 Guaranteed payments (other than health insurance)		7 Deductions included on Schedule K, lines 1 through 13d, and 16l not charged against book income this year (itemize):	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):		a Depreciation $	
a Depreciation $			
b Travel and entertainment $		8 Add lines 6 and 7	
		9 Income (loss). Subtract line 8 from line 5	
5 Add lines 1 through 4			

Schedule M-2 **Analysis of Partners' Capital Accounts.** (Not required if Item G9, page 1, is answered "Yes.")

1 Balance at beginning of year		6 Distributions: a Cash	
2 Capital contributed:		b Property	
a Cash		7 Other decreases (itemize):	
b Property			
3 Net income (loss) per books			
4 Other increases (itemize):		8 Add lines 6 and 7	
5 Add lines 1 through 4		9 Balance at end of year. Subtract line 8 from line 5	

Schedule N **Transactions Between Controlled Foreign Partnership and Partners or Other Related Entities**

Important: Complete a separate Form 8865 and Schedule N for each controlled foreign partnership. Enter the totals for each type of transaction that occurred between the foreign partnership and the persons listed in columns (a) through (d).

Transactions of foreign partnership	(a) U.S. person filing this return	(b) Any domestic corporation or partnership controlling or controlled by the U.S. person filing this return	(c) Any other foreign corporation or partnership controlling or controlled by the U.S. person filing this return	(d) Any U.S. person with a 10% or more direct interest in the controlled foreign partnership (other than the U.S. person filing this return)
1 Sales of inventory				
2 Sales of property rights (patents, trademarks, etc.)				
3 Compensation received for technical, managerial, engineering, construction, or like services				
4 Commissions received				
5 Rents, royalties, and license fees received				
6 Distributions received				
7 Interest received				
8 Other				
9 Add lines 1 through 8				
10 Purchases of inventory				
11 Purchases of tangible property other than inventory				
12 Purchases of property rights (patents, trademarks, etc.)				
13 Compensation paid for technical, managerial, engineering, construction, or like services				
14 Commissions paid				
15 Rents, royalties, and license fees paid				
16 Distributions paid				
17 Interest paid				
18 Other				
19 Add lines 10 through 18				
20 Amounts borrowed (enter the maximum loan balance during the year) - see instructions				
21 Amounts loaned (enter the maximum loan balance during the year) - see instructions				

SCHEDULE O (Form 8865)
Department of the Treasury
Internal Revenue Service

Transfer of Property to a Foreign Partnership (under section 6038B)

▶ Attach to Form 8865. See Instructions for Form 8865.

OMB No. 1545-1668

2009

Name of transferor: PARK STREET CAP NATURAL RESOURCE FUND II,LP

Filer's identifying number: 94-6068564

Name of foreign partnership: SENTIENT GLOBAL RESOURCES FUND II LP

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	12/31/2009		128,914.				
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III

Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? ▶ ☐ Yes ☒ No

JSA
9X1920 2.000

11/5/2010 10:09:03 AM WEHF

SCHEDULE O (Form 8865)
Department of the Treasury
Internal Revenue Service

Transfe f Property to a Foreign Partnershi,
(under section 6038B)
▶ **Attach to Form 8865. See Instructions for Form 8865.**

OMB No. 1545-1668
2009

Name of transferor: PARK STREET CAP NATURAL RESOURCES FUND III LP
Filer's identifying number: 94-6068564

Name of foreign partnership: SENTIENT GLOBAL RESOURCES FUND II LP

Part I **Transfers Reportable Under Section 6038B**

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	12/31/2010		63,875.				
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions):

Part II **Dispositions Reportable Under Section 6038B**

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)? ▶ ☐ Yes ☒ No

Form **926** (Rev. December 2008) Department of the Treasury Internal Revenue Service

Ret[illegible] by a U.S. Transferor of Pro[illegible]ty to a Foreign Corporation

▶ Attach to your income tax return for the year of the transfer or distribution.

OMB No. 1545-0026

Attachment Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor: WALTER & ELISE HAAS FUND

Identifying number (see instructions): 94-6068564

1 If the transferor was a corporation, complete questions 1a through 1d.

a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? . . . . ☐ Yes ☐ No

b Did the transferor remain in existence after the transfer? . . . . ☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? . . . . ☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

d Have basis adjustments under section 367(a)(5) been made? . . . . ☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
FARALLON CAP. INSTIT. PARTNERS	94-3106323

b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? . . . . ☐ Yes ☐ No

c Is the partner disposing of its **entire** interest in the partnership? . . . . ☐ Yes ☐ No

d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? . . . . ☐ Yes ☐ No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation): PT ADARO ENERGY TBK

4 Identifying number, if any: FOREIGNUS

5 Address (including country): MENARA KARYA,23 FL JLN HR RASUNA SA JAKARTA 12950 INDONESIA

6 Country code of country of incorporation or organization (see instructions)

7 Foreign law characterization (see instructions)

CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? . . . . ☐ Yes ☒ No

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/31/2009		595,631.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in Temp. Regs. sec. 1.367(a)-4T(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

JSA
9X2609 1.000

11/5/2010 10:09:03 AM WEHF

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before ______________ % (b) After ______________ %

10 Type of nonrecognition transaction (see instructions) ▶ SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

	Yes	No
a Gain recognition under section 904(f)(3)	☐	☒
b Gain recognition under section 904(f)(5)(F)	☐	☒
c Recapture under section 1503(d)	☐	☒
d Exchange gain under section 987	☐	☒

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? ☐ Yes ☒ No

13 Indicate whether the transferor was required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T for any of the following:

	Yes	No
a Tainted property	☐	☒
b Depreciation recapture	☐	☒
c Branch loss recapture	☐	☒
d Any other income recognition provision contained in the above-referenced regulations	☐	☒

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? ☐ Yes ☒ No

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)? ☐ Yes ☒ No

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred ▶ $ ______________

16 Was cash the only property transferred? ☒ Yes ☐ No

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? ☐ Yes ☒ No

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

JSA
9X2611 1.000

11/5/2010 10:09:03 AM WEHF

Form **926** (Rev. December 2008)

Department of the Treasury Internal Revenue Service

Ret‹ › by a U.S. Transferor of Prop‹ ›y to a Foreign Corporation

▶ Attach to your income tax return for the year of the transfer or distribution.

OMB No. 1545-0026

Attachment Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor	Identifying number (see instructions)
WALTER & ELISE HAAS FUND	94-6068564

1 If the transferor was a corporation, complete questions 1a through 1d.

a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? . . . ☐ Yes ☐ No

b Did the transferor remain in existence after the transfer? . . . ☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? . . . ☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

d Have basis adjustments under section 367(a)(5) been made? . . . ☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
FARALLON CAP. INSTIT. PARTNERS, LP	94-3106323

b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? . . . ☐ Yes ☐ No

c Is the partner disposing of its **entire** interest in the partnership? . . . ☐ Yes ☐ No

d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? . . . ☐ Yes ☐ No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)	4 Identifying number, if any
PLAYA HOTELS & RESORTS S.L.	FOREIGNUS

5 Address (including country) EDIFICIO BARCELO C/O JOSE ROVER MOT
PALMA DE MALLORCA SPAIN 27007006

6 Country code of country of incorporation or organization (see instructions)

7 Foreign law characterization (see instructions)
CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? . . . ☐ Yes ☒ No

Part III **Information Regarding Transfer of Property** (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/31/2009		110,907.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in Temp. Regs. sec. 1.367(a)-4T(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

JSA
9X2609 1.000

11/5/2010 10:09:03 AM WEHF

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before ______ % (b) After ______ %

10 Type of nonrecognition transaction (see instructions) ▶ SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

a Gain recognition under section 904(f)(3)	☐ Yes	☒ No
b Gain recognition under section 904(f)(5)(F)	☐ Yes	☒ No
c Recapture under section 1503(d)	☐ Yes	☒ No
d Exchange gain under section 987	☐ Yes	☒ No

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? ☐ Yes ☒ No

13 Indicate whether the transferor was required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T for any of the following:

a Tainted property	☐ Yes	☒ No
b Depreciation recapture	☐ Yes	☒ No
c Branch loss recapture	☐ Yes	☒ No
d Any other income recognition provision contained in the above-referenced regulations	☐ Yes	☒ No

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? ☐ Yes ☒ No

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)? ☐ Yes ☒ No

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred ▶ $ ______

16 Was cash the only property transferred? ☒ Yes ☐ No

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? ☐ Yes ☒ No

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

JSA
9X2611 1.000

11/5/2010 10:09:03 AM WEHF

Form **926** (Rev. December 2008) Department of the Treasury Internal Revenue Service

Return by a U.S. Transferor of Property to a Foreign Corporation

▶ Attach to your income tax return for the year of the transfer or distribution.

OMB No. 1545-0026

Attachment Sequence No. 128

Part I U.S. Transferor Information (see instructions)

Name of transferor	Identifying number (see instructions)
WALTER & ELISE HAAS FUND	94-6068564

1 If the transferor was a corporation, complete questions 1a through 1d.

a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? . . . . . ☐ Yes ☐ No

b Did the transferor remain in existence after the transfer? . . . . . ☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? . . . . . ☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

d Have basis adjustments under section 367(a)(5) been made? . . . . . ☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
FARALLON CAP. INSTITUTIONAL PARTNERS	94-3106323

b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? . . . . . ☐ Yes ☐ No

c Is the partner disposing of its **entire** interest in the partnership? . . . . . ☐ Yes ☐ No

d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? . . . . . ☐ Yes ☐ No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)	4 Identifying number, if any
JUPITER TM IV,LTD (CLASS SHARES)	FOREIGNUS

5 Address (including country) 608 ST JAMES COURT,ST DENIS ST PORT LOUIS MAURITIUS

6 Country code of country of incorporation or organization (see instructions)

7 Foreign law characterization (see instructions)

CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? . . . . . ☐ Yes ☒ No

For Paperwork Reduction Act Notice, see separate instructions.

JSA
9X2608 2.000

11/5/2010 10:09:03 AM WEHF

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/31/2009		304,405.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in Temp. Regs. sec. 1.367(a)-4T(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

JSA
9X2609 1.000

11/5/2010 10:09:03 AM WEHF

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before ______________ % (b) After ______________ %

10 Type of nonrecognition transaction (see instructions) ▶ SECTION 351

11 Indicate whether any transfer reported in Part III is subject to any of the following:

a Gain recognition under section 904(f)(3)	☐ Yes	☒ No
b Gain recognition under section 904(f)(5)(F)	☐ Yes	☒ No
c Recapture under section 1503(d)	☐ Yes	☒ No
d Exchange gain under section 987	☐ Yes	☒ No

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? ☐ Yes ☒ No

13 Indicate whether the transferor was required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T for any of the following:

a Tainted property	☐ Yes	☒ No
b Depreciation recapture	☐ Yes	☒ No
c Branch loss recapture	☐ Yes	☒ No
d Any other income recognition provision contained in the above-referenced regulations	☐ Yes	☒ No

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? ☐ Yes ☒ No

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)? ☐ Yes ☒ No

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred ▶ $ ________________

16 Was cash the only property transferred? ☒ Yes ☐ No

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? ☐ Yes ☒ No

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

JSA
9X2611 1.000

11/5/2010 10:09:03 AM WEHF

Form **926**
(Rev. December 2008)
Department of the Treasury
Internal Revenue Service

Retu..n by a U.S. Transferor of Prop..ty to a Foreign Corporation

▶ Attach to your income tax return for the year of the transfer or distribution.

OMB No. 1545-0026
Attachment Sequence No. **128**

Part I **U.S. Transferor Information** (see instructions)

Name of transferor	Identifying number (see instructions)
WALTER & ELISE HAAS FUND	94-6068564

1 If the transferor was a corporation, complete questions 1a through 1d.
a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? . . . . . ☐ Yes ☐ No
b Did the transferor remain in existence after the transfer? . . . . . ☐ Yes ☐ No
If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? . . . . . ☐ Yes ☐ No
If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

d Have basis adjustments under section 367(a)(5) been made? . . . . . ☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.
a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
LONE STAR FUND VI(U.S.),LP	74-3242428

b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? . . . . . ☐ Yes ☒ No
c Is the partner disposing of its **entire** interest in the partnership? . . . . . ☐ Yes ☒ No
d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? . . . . . ☐ Yes ☒ No

Part II **Transferee Foreign Corporation Information** (see instructions)

3 Name of transferee (foreign corporation)
LSF6 BOND HOLDINGS,LTD
4 **Identifying number,** if any
98-0634348
5 Address (including country) WASHINGTON MALL,S.304,7 REID ST
HAMILTON HM 11 BERMUDA
6 Country code of country of incorporation or organization (see instructions)
BD
7 Foreign law characterization (see instructions)
CORPOPRATION
8 Is the transferee foreign corporation a controlled foreign corporation? . . . . . ☒ Yes ☐ No

Part III **Information Regarding Transfer of Property** (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/31/2009		455,315.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in Temp. Regs. sec. 1.367(a)-4T(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV Additional Information Regarding Transfer of Property (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before 0.0523 % (b) After 0.0523 %

10 Type of nonrecognition transaction (see instructions) ▶ 351 TRANSACTION

11 Indicate whether any transfer reported in Part III is subject to any of the following:

a Gain recognition under section 904(f)(3) . . . [ ] Yes [X] No

b Gain recognition under section 904(f)(5)(F) . . . [ ] Yes [X] No

c Recapture under section 1503(d) . . . [ ] Yes [X] No

d Exchange gain under section 987 . . . [ ] Yes [X] No

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? [ ] Yes [X] No

13 Indicate whether the transferor was required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T for any of the following:

a Tainted property . . . [ ] Yes [X] No

b Depreciation recapture . . . [ ] Yes [X] No

c Branch loss recapture . . . [ ] Yes [X] No

d Any other income recognition provision contained in the above-referenced regulations . . . [ ] Yes [X] No

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? [ ] Yes [X] No

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)? . . . [ ] Yes [X] No

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred ▶ $ ______

16 Was cash the only property transferred? . . . [X] Yes [ ] No

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? . . . [ ] Yes [X] No

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Form **926** (Rev. December 2008)

Department of the Treasury Internal Revenue Service

Return by a U.S. Transferor of Property to a Foreign Corporation

▶ Attach to your income tax return for the year of the transfer or distribution.

OMB No. 1545-0026

Attachment Sequence No. **128**

Part I **U.S. Transferor Information** (see instructions)

Name of transferor: WALTER & ELISE HAAS FUND

Identifying number (see instructions): 94-6068564

1 If the transferor was a corporation, complete questions 1a through 1d.

a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? . . . . ☐ Yes ☐ No

b Did the transferor remain in existence after the transfer? . . . . ☐ Yes ☐ No

If not, list the controlling shareholder(s) and their identifying number(s):

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? . . . . ☐ Yes ☐ No

If not, list the name and employer identification number (EIN) of the parent corporation:

Name of parent corporation	EIN of parent corporation

d Have basis adjustments under section 367(a)(5) been made? . . . . ☐ Yes ☐ No

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

a List the name and EIN of the transferor's partnership:

Name of partnership	EIN of partnership
LONE STAR US INVESTMENTS LP	26-3427486

b Did the partner pick up its pro rata share of gain on the transfer of partnership assets? . . . . ☐ Yes ☒ No

c Is the partner disposing of its **entire** interest in the partnership? . . . . ☐ Yes ☒ No

d Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? . . . . ☐ Yes ☒ No

Part II **Transferee Foreign Corporation Information** (see instructions)

3 Name of transferee (foreign corporation): LSF6 BOND HOLDINGS,LTD

4 **Identifying number,** if any: 98-0634348

5 Address (including country): WASHIONGTON MALL,S307,7 REID STREET HAMILTON HM11 BERMUDA

6 Country code of country of incorporation or organization (see instructions): BD

7 Foreign law characterization (see instructions): CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? . . . . ☒ Yes ☐ No

For Paperwork Reduction Act Notice, see separate instructions.

Part III Information Regarding Transfer of Property (see instructions)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	12/31/2009		233,110.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp. Regs. sec. 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in Temp. Regs. sec. 1.367(a)-4T(c))					
Property to be sold (as described in Temp. Regs. sec. 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp. Regs. sec. 1.367(a)-4T(e))					
Other property					

Supplemental Information Required To Be Reported (see instructions):

Part IV **Additional Information Regarding Transfer of Property** (see instructions)

9 Enter the transferor's interest in the foreign transferee corporation before and after the transfer:

(a) Before 0.0268 % (b) After 0.0268 %

10 Type of nonrecognition transaction (see instructions) ▶ 351 TRANSACTION

11 Indicate whether any transfer reported in Part III is subject to any of the following:

	Yes	No
a Gain recognition under section 904(f)(3)	☐	☒
b Gain recognition under section 904(f)(5)(F)	☐	☒
c Recapture under section 1503(d)	☐	☒
d Exchange gain under section 987	☐	☒

12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? ☐ Yes ☒ No

13 Indicate whether the transferor was required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T for any of the following:

	Yes	No
a Tainted property	☐	☒
b Depreciation recapture	☐	☒
c Branch loss recapture	☐	☒
d Any other income recognition provision contained in the above-referenced regulations	☐	☒

14 Did the transferor transfer assets which qualify for the trade or business exception under section 367(a)(3)? ☐ Yes ☒ No

15a Did the transferor transfer foreign goodwill or going concern value as defined in Temporary Regulations section 1.367(a)-1T(d)(5)(iii)? ☐ Yes ☒ No

b If the answer to line 15a is "Yes," enter the amount of foreign goodwill or going concern value transferred ▶ $ __________

16 Was cash the only property transferred? ☒ Yes ☐ No

17a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? ☐ Yes ☒ No

b If "Yes," describe the nature of the rights to the intangible property that was transferred as a result of the transaction:

Form **8886** (Rev. December 2007)
Department of the Treasury Internal Revenue Service

Reportable Transaction Disclosure Statement

▶ Attach to your tax return.
▶ See separate instructions.

OMB No. 1545-1800
Attachment Sequence No. 137

Name(s) shown on return (individuals enter last name, first name, middle initial)
WALTER AND ELISE HAAS FUND

Identifying number
94-6068564

Number, street, and room or suite no.
C/O ARGONAUT SECURITIES CO. ONE LOMBARD STREET, SUITE 305

City or town, state, and ZIP code
SAN FRANCISCO CA 94111

A If you are filing more than one Form 8886 with your tax return, sequentially number each Form 8886 and enter the statement number for this Form 8886 . . . . ▶ Statement number 1 of 2

B Enter the form number of the tax return to which this form is attached or related . . . . ▶ 990-PF

Enter the year of the tax return identified above . . . . ▶ 2009

Is this Form 8886 being filed with an amended tax return? ☐ Yes ☒ No

C Check the box(es) that apply (see instructions). ☐ Initial year filer ☒ Protective disclosure

1a Name of reportable transaction

FARALLON CAPITAL INSTITUTIONAL PARTNERS,LP

1b Initial year participated in transaction

1c Reportable transaction or tax shelter registration number (9 digits or 11 digits)

2 Identify the type of reportable transaction. Check all the boxes that apply (see instructions).

a ☐ Listed
b ☐ Confidential
c ☐ Contractual protection
d ☒ Loss
e ☐ Brief asset holding period
f ☐ Transaction of interest

3 If you checked box 2a or 2f, enter the published guidance number for the listed transaction or transaction of interest . . ▶

4 Enter the number of "same as or substantially similar" transactions reported on this form . . . . ▶

5 If you participated in the transaction through another entity, check all applicable boxes and provide the information below for the entity (see instructions). (Attach additional sheets, if necessary.)

a Type of entity:	☐ Partnership ☐ S corporation ☐ Trust ☐ Foreign	☐ Partnership ☐ S corporation ☐ Trust ☐ Foreign
b Name . . . . ▶		
c Employer identification number (EIN), if known . . . . ▶		
d Date Schedule K-1 received from entity (enter "none" if Schedule K-1 not received). . . . . ▶		

6 Enter below the name and address of each individual or entity to whom you paid a fee with regard to the transaction if that individual or entity promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheets, if necessary.)

a Name	Identifying number (if known)	Fees paid

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name	Identifying number (if known)	Fees paid

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts

a Identify the type of tax benefit generated by the transaction. Check all the boxes that apply (see instructions).

- [ ] Deductions
- [ ] Capital loss
- [X] Ordinary loss
- [ ] Exclusions from gross income
- [ ] Nonrecognition of gain
- [ ] Adjustments to basis
- [ ] Tax credits
- [ ] Deferral
- [ ] Absence of adjustments to basis
- [ ] Other ______________

b Further describe the amount and nature of the expected tax treatment and expected tax benefits generated by the transaction for all affected years. Include facts of each step of the transaction that relate to the expected tax benefits including the amount and nature of your investment. Include in your description your participation in the transaction and all related transactions regardless of the year in which they were entered into. Also, include a description of any tax result protection with respect to the transaction.

SEE ATTACHED

8 Identify all tax-exempt, foreign, and related entities and individuals involved in the transaction. Check the appropriate box(es) (see instructions). Include their name(s), identifying number(s), address(es), and a brief description of their involvement. For each foreign entity, identify its country of incorporation or existence. For each related entity, explain how it is related. (Attach additional sheets, if necessary.)

a Type of entity: [ ] Tax-exempt [ ] Foreign [ ] Related

Name ______________ Identifying number ______________

Address ______________

Description ______________

b Type of entity: [ ] Tax-exempt [ ] Foreign [ ] Related

Name ______________ Identifying number ______________

Address ______________

Description ______________

JSA
9X4056 1.000

11/5/2010 10:09:03 AM WEHF

FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP
ATTACHMENT TO SCHEDULE K-1

Name:	Walter & Elise Haas Fund
ner ID#:	94-6068564
artner #:	55

10. AS A RESULT OF TAX SHELTER LEGISLATION, WE ARE PROVIDING TO YOU YOUR ALLOCABLE SHARE OF GROSS FOREIGN CURRENCY LOSSES PURSUANT TO IRC SECTION 988 FOR EACH NON-FUNCTIONAL CURRENCY. THIS LOSS HAS BEEN REPORTED ON FORM 8886 AS REQUIRED UNDER TREAS. REG. 1.6011-4(b)(5) TO DISCLOSE "LOSS TRANSACTIONS." YOU MAY ALSO BE REQUIRED TO FILE FORM 8886. PLEASE CONSULT YOUR TAX ADVISOR WITH REGARD TO THIS ISSUE.

FOREIGN CURRENCY	YOUR SHARE OF GROSS LOSS
ARGENTINA	(3)
BRAZIL	(48,839)
CANADA	(9,514)
CHILE	(1,045)
COLOMBIA	(609)
DENMARK	(4,401)
EGYPT	(136)
EURO	(162,367)
GREAT BRITAIN	(15,253)
HONG KONG	(316)
INDIA	(14,507)
INDONESIA	(7,951)
JAPAN	(9,274)
KENYA	(123)
MALAYSIA	(9)
MEXICO	(3,830)
NEW ZEALAND	(660)
NIGERIA	(11)
NORWAY	(166)
PHILIPPINES	(241)
POLAND	(97)
RUSSIA	(1,294)
SINGAPORE	(1,390)
SOUTH AFRICA	(11,048)
SOUTH KOREA	(10,940)
SWEDEN	(17,763)
SWITZERLAND	(10,797)
TAIWAN	(1,276)
THAILAND	(3,537)
TURKEY	(7,280)
TOTAL	(344,677)

Form **8886** (Rev. December 2007)
Department of the Treasury
Internal Revenue Service

Reportable Transaction Disclosure Statement

▶ Attach to your tax return.
▶ See separate instructions.

OMB No. 1545-1800
Attachment Sequence No. **137**

Name(s) shown on return (individuals enter last name, first name, middle initial): WALTER AND ELISE HAAS FUND

Identifying number: 94-6068564

Number, street, and room or suite no.: C/O ARGONAUT SECURITIES CO. ONE LOMBARD STREET, SUITE 305

City or town, state, and ZIP code: SAN FRANCISCO CA 94111-1130

A If you are filing more than one Form 8886 with your tax return, sequentially number each Form 8886 and enter the statement number for this Form 8886 . . . . ▶ Statement number 2 of 2

B Enter the form number of the tax return to which this form is attached or related . . . . ▶ 990-PF

Enter the year of the tax return identified above . . . . ▶ 2009

Is this Form 8886 being filed with an amended tax return? ☐ Yes ☒ No

C Check the box(es) that apply (see instructions). ☒ Initial year filer ☐ Protective disclosure

1a Name of reportable transaction

LSF IV-MEGA 1-HEDGING LOSS

1b Initial year participated in transaction

2009

1c Reportable transaction or tax shelter registration number (9 digits or 11 digits)

2 Identify the type of reportable transaction. Check all the boxes that apply (see instructions).

a ☐ Listed
b ☐ Confidential
c ☐ Contractual protection
d ☒ Loss
e ☐ Brief asset holding period
f ☐ Transaction of interest

3 If you checked box 2a or 2f, enter the published guidance number for the listed transaction or transaction of interest . . ▶

4 Enter the number of "same as or substantially similar" transactions reported on this form . . . . ▶ 1

5 If you participated in the transaction through another entity, check all applicable boxes and provide the information below for the entity (see instructions). (Attach additional sheets, if necessary.)

a Type of entity:

	☐ Partnership ☐ S corporation ☐ Trust ☐ Foreign	☐ Partnership ☐ S corporation ☐ Trust ☐ Foreign
b Name . . . . ▶		
c Employer identification number (EIN), if known . . . . ▶		
d Date Schedule K-1 received from entity (enter "none" if Schedule K-1 not received). . . . . ▶		

6 Enter below the name and address of each individual or entity to whom you paid a fee with regard to the transaction if that individual or entity promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheets, if necessary.)

a Name | Identifying number (if known) | Fees paid

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name | Identifying number (if known) | Fees paid

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts

a Identify the type of tax benefit generated by the transaction. Check all the boxes that apply (see instructions).

- [ ] Deductions
- [ ] Capital loss
- [x] Ordinary loss
- [ ] Exclusions from gross income
- [ ] Nonrecognition of gain
- [ ] Adjustments to basis
- [ ] Tax credits
- [ ] Deferral
- [ ] Absence of adjustments to basis
- [ ] Other ______________

b Further describe the amount and nature of the expected tax treatment and expected tax benefits generated by the transaction for all affected years. Include facts of each step of the transaction that relate to the expected tax benefits including the amount and nature of your investment. Include in your description your participation in the transaction and all related transactions regardless of the year in which they were entered into. Also, include a description of any tax result protection with respect to the transaction.

SEE ATTACHED

8 Identify all tax-exempt, foreign, and related entities and individuals involved in the transaction. Check the appropriate box(es) (see instructions). Include their name(s), identifying number(s), address(es), and a brief description of their involvement. For each foreign entity, identify its country of incorporation or existence. For each related entity, explain how it is related. (Attach additional sheets, if necessary.)

a Type of entity: [ ] Tax-exempt [ ] Foreign [ ] Related

Name ______________ Identifying number ______________

Address ______________

Description ______________

b Type of entity: [ ] Tax-exempt [ ] Foreign [ ] Related

Name ______________ Identifying number ______________

Address ______________

Description ______________

JSA
9X4056 1.000

11/5/2010 10:09:03 AM WEHF

Form **8886** (Rev. December 2007)

Department of the Treasury Internal Revenue Service

Reportable Transaction Disclosure Statement

▶ Attach to your tax return.

▶ See separate instructions.

OMB No. 1545-1800

Attachment Sequence No. 137

Name(s) shown on return (individuals enter last name, first name, middle initial): WALTER & ELISE HAAS FUND

Identifying number: 94-6068564

Number, street, and room or suite no.: ONE LOMBARD STREET, SUITE 305

City or town, state, and ZIP code: SAN FRANCISCO, CA 94111-1130

A If you are filing more than one Form 8886 with your tax return, sequentially number each Form 8886 and enter the statement number for this Form 8886 . . . . ▶ Statement number ______ of ______

B Enter the form number of the tax return to which this form is attached or related. . . . ▶ ______

Enter the year of the tax return identified above. . . . ▶ ______

Is this Form 8886 being filed with an amended tax return? ☐ Yes ☐ No

C Check the box(es) that apply (see instructions). ☒ Initial year filer ☐ Protective disclosure

1a Name of reportable transaction: LSF IV - MEGA 1 - HEDGING LOSS

1b Initial year participated in transaction: 2009

1c Reportable transaction or tax shelter registration number (9 digits or 11 digits):

2 Identify the type of reportable transaction. Check all boxes that apply (see instructions).

a ☐ Listed c ☐ Contractual protection e ☐ Brief asset holding period

b ☐ Confidential d ☒ Loss f ☐ Transaction of interest

3 If you checked box 2a or 2f, enter the published guidance number for the listed transaction or transaction of interest . . . . ▶ ______

4 Enter the number of "same as or substantially similar" transactions reported on this form . . . . ▶ 1

5 If you participated in the transaction through another entity, check all applicable boxes and provide the information below for the entity (see instructions). (Attach additional sheets, if necessary.)

a Type of entity:	☒ Partnership ☐ S corporation ☐ Trust ☐ Foreign	☐ Partnership ☐ S corporation ☐ Trust ☐ Foreign
b Name . . . . ▶	LONE STAR FUND IV (U.S.), LP	
c Employer identification number (EIN), if known . . . . ▶	75-2935380	
d Date Schedule K-1 received from entity (enter "none" if Schedule K-1 not received) . . . . ▶	MARCH 31, 2010	

6 Enter below the name and address of each individual or entity to whom you paid a fee with regard to the transaction if that individual or entity promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheets, if necessary.)

Name	Identifying number (if known)	Fees paid
a N/A		$
Number, street, and room or suite no.		
City or town, state, and ZIP code		
b		$
Number, street, and room or suite no.		
City or town, state, and ZIP code		

7 Facts

a Identify the type of tax benefit generated by the transaction. Check all the boxes that apply (see instructions).

- [ ] Deductions
- [ ] Capital loss
- [x] Ordinary loss
- [ ] Exclusions from gross income
- [ ] Nonrecognition of gain
- [ ] Adjustments to basis
- [ ] Tax credits
- [ ] Deferral
- [ ] Absence of adjustments to basis
- [ ] Other

b Further describe the amount and nature of the expected tax treatment and expected benefits generated by the transaction for all affected years. Include facts of each step of the transaction that relate to the expected tax benefits including the amount and nature of your investment. Include in your description your participation in the transaction and all related transactions regardless of the year in which they were entered into. Also, include a description of any tax result protection with respect to the transaction.

THE PERSON ON PAGE 1 OF THIS FORM OWNS AN INDIRECT INTEREST OF 0.09% IN LSF GLOBAL LENDINGS, LP AND WAS ALLOCATED A HEDGING LOSS IN THE AMOUNT OF $110,846 FOR THE TAXABLE YEAR ENDING DECEMBER 31, 2009. THE HEDGING LOSS OFFSETS OTHER INCOME ITEMS OF THE SAME CHARACTER, SUBJECT TO ANY CAPITAL LOSS LIMITATIONS, PASSIVE LOSS LIMITATIONS AND AT-RISK RULES, IF APPLICABLE.

8 Identify all tax-exempt, foreign, and related entities and individuals involved in the transaction. Check the appropriate box(es) (see instructions). Include their name(s), identifying number(s), address(es), and a brief description of their involvement. For each foreign entity, identify its country of incorporation or existence. For each related entity, explain how it is related. (Attach additional sheets, if necessary.)

a Type of entity: [ ] Tax-exempt [x] Foreign [ ] Related

Name LSF GLOBAL LENDINGS, LP — **Identifying Number** FOREIGN

Address WASHINGTON MALL, SUITE 304, 7 REID STREET, HAMILTON HM 11 BERMUDA

Description

THE ABOVE ENTITY EMPLOYS CURRENCY HEDGES AS A MEANS OF MITIGATING EXCHANGE RATE FLUCTUATION. THESE TRANSACTIONS OCCUR IN THE ORDINARY COURSE OF BUSINESS.

b Type of entity: [ ] Tax-exempt [ ] Foreign [ ] Related

Name — **Identifying Number**

Address

Description

DB 44 200912 670 9445 K 29404-219-62337-0 A0127651 211A
201035 213515 IRS USE ONLY 946068564 TE 3

Department of the Treasury
Internal Revenue Service
Ogden UT 84201

Fc. ssistance, call:
1-877-829-5500

Notice Number: CP211A
Date: September 13, 2010

Taxpayer Identification Number:
94-6068564
Tax Form: 990PF
Tax Period: December 31, 2009

148041.771714.0503.011 1 SP 0.440 375

WALTER AND ELISE HAAS FUND
1155 BATTERY STREET LS7
SAN FRANCISCO CA 94111-1203558

148041

APPLICATION FOR EXTENSION OF TIME TO FILE AN EXEMPT ORGANIZATION RETURN - APPROVED

We received and approved your Form 8868, Application for Extension of Time to File an Exempt Organization Return, for the return (form) and tax period identified above. Your extended due date to file your return is **November 15, 2010.**

When it's time to file your Form 990, 990-EZ, 990-PF or 1120-POL, you should consider filing electronically. Electronic filing is the fastest, easiest and most accurate way to file your return. For more information, visit the Charities and Nonprofit web at www.irs.gov/eo. This site will provide information about:

- The type of returns that can be filed electronically,
- approved e-File providers, and
- if you are required to file electronically.

If you have any questions, please call us at the number shown above, or you may write us at the address shown at the top of this letter.

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
WELLS FARGO BANK CHECKING 043-5263157	3,530.	3,530.	0.
TOTAL	3,530.	3,530.	0.

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST FROM SECURITIES-			
BANK OF IRELAND HAS02	-281.	-281.	0.
GENERAL 26-03734	1,413.	1,413.	0.
MUTUAL FUNDS 26-27635	-39,765.	-39,765.	0.
JCF NR	28,125.	28,125.	0.
NINTH ST MEDIA NR	2,235.	2,235.	0.
DIVIDENDS FROM SECURITIES-			
MUTUAL FUNDS 26-27635	2,838,896.	2,838,896.	0.
BANK OF IRELAND HAS02	257.	257.	0.
OTHER INTEREST-SECURITY DEPOSIT	420.	420.	0.
TOTAL	2,831,300.	2,831,300.	0.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ORDINARY INCOME FROM PARTNERSHIPS-			
ADAGE CAPITAL PARTNERS 04-3574590	649,558.	649,558.	0.
AXA ROSENBERG INTERN SMALL CAP INST FUND 20-1129161	120,270.	120,270.	0.
AXA ROSENBERG INTERN SMALL/MID CAP INST FUND 03-0548824	40,207.	40,207.	0.
ENDOWN PRIV EQ PARTNERS IV 06-1563330	-10,092.	-10,092.	0.
ENDOWN VENTURE PARTNERS V 06-1563332	-17,347.	-17,347.	0.
CF CAP PRIV EQ PRTNRS VI 16-1720029	-16,449.	-16,449.	0.
CF CAP PRIV EQ PRTNRS VII 20-8306306	-27,144.	-27,144.	0.
CF CAP PRIV EQ PRTNRS VIII 11-3814030	-46,567.	-46,567.	0.
CF CAP INTERN PARTNERS V 16-1720038	-13,961.	-13,961.	0.
CF CAP INTERN PARTNERS VI 20-8306365	-33,460.	-33,460.	0.
FARRALLON CAP INST PARTNERS 94-3106323	895,231.	895,231.	0.
GRYPHON INTERN GRWTH 98-0432908	204,507.	204,507.	0.
LEGACY VENTURE II 94-3395329	-41,678.	-41,678.	0.
LEGACY VENTURE III 20-1863080	-129,894.	-129,894.	0.
LEGACY VENTURE IV 20-4468805	-63,584.	-63,584.	0.
LONE STAR FUND IV 75-2935380	147,104.	147,104.	0.
LONE STAR FUND V 20-1495165	157,758.	157,758.	0.
PARK ST CAP NR FUND II 20-1195774	46,808.	46,808.	0.
PARK ST CAP NRF II AIV 20-1936702	-64,344.	-64,344.	0.
PARK ST CAP NRF II AIV II 20-8068512	-15,184.	-15,184.	0.
PARK ST CAP NRF III 20-5033090	-29,043.	-29,043.	0.
REDDING VALUE INCOME FD 82-0582177	0.	0.	0.
WTC-CTF DIV INF HDG 20-1786368	135,171.	135,171.	0.
DAVIDSON KEMPNER INST 13-3597020	76,263.	76,263.	0.
HIGHFIELDS CAPITAL IV 11-3841276	53,842.	53,842.	0.
LEGACY VENTURE V (N/A)	1,589.	1,589.	0.
LONE STAR US INVESTMENT 26-3427486	200,140.	200,140.	0.
LONE STAR FUND VI 74-3242428	454,693.	454,693.	0.
LONE STAR REAL ESTATE FUND 74-3242429	38,641.	38,641.	0.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
LONE STAR EUROPE HOLDINGS(US)68-0676944	8,476.	8,476.	0.
MREP GLOBAL II (N/A)	-256.	-256.	0.
OZ OVERSEAS FUND (FOREIGN)	35,061.	35,061.	0.
AXA ROSENBERG SMALL/MID CAP LIQ.FD	92,758.	92,758.	0.
FARALLON FCIP LTD	207,951.	207,951.	0.
LEGACY VENTURE V (QP)26-3913174	-33,496.	-33,496.	0.
OTHER INCOME (LOSS)-			
OTHER GAINS (LOSS)	7,977.	7,977.	0.
CHANGES IN UNREALZED APPRECIATION	44,726,563.	0.	0.
TOTALS	47,758,069.	3,031,506.	0.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		3,763.	1,881.	0.	1,882.
	TOTALS	3,763.	1,881.	0.	1,882.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ARGONAUT SECURITIES COMPANY	153,108.	82,866.	0.	70,242.
OUTSIDE ACCOUNTING SERVICES	35,000.	17,500.	0.	17,500.
MISCELLANEOUS ACCOUNTING FEES	84.	42.	0.	42.
TOTALS	188,192.	100,408.	0.	87,784.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVEST MGMT & CUST FEES-				
CAMBRIDGE ASSOCIATES	150,184.	150,184.	0.	0.
NORTHERN TRUST COMPANY	25,620.	25,620.	0.	0.
ADAGE CAPITAL 04-3574590	153,494.	153,494.	0.	0.
AXA ROSENBERG INTERN SMALL CAP INST FUND 20-1129161	29,790.	29,790.	0.	0.
AXA ROSENBERG INTERN SMALL/ MID CAP INST FUND 03-0548824	30,356.	30,356.	0.	0.
ENDOWN PRIV EQ IV 06-1563330	3,000.	3,000.	0.	0.
ENDOWN VENTURE V 06-1563332	2,639.	2,639.	0.	0.
CF CAP PRIV EQ VI 16-1720029	13,000.	13,000.	0.	0.
CF CAP PRIV EQ VII 20-8306306	19,500.	19,500.	0.	0.
CF CAP PRIV EQ VIII11-3814030	16,250.	16,250.	0.	0.
CF CAP INTERN V 16-1720038	6,500.	6,500.	0.	0.
CF CAP INTERN VI 20-8306365	19,447.	19,447.	0.	0.
FARALLON CAP INST 94-3106323	114,082.	114,082.	0.	0.
GRYPHON INTERN EAFE GROWTH FD 98-0432908	89,925.	89,925.	0.	0.
LEGACY VENTURE II 94-3395329	10,000.	10,000.	0.	0.
LEGACY VENTURE III 20-1863080	22,500.	22,500.	0.	0.
LEGACY VENTURE IV 20-4468805	22,500.	22,500.	0.	0.
LONE STAR FUND IV 75-2935380	8,287.	8,287.	0.	0.
LONE STAR FUND V 20-1495165	26,631.	26,631.	0.	0.
PARK ST CAP NRF II 20-119577	40,351.	40,351.	0.	0.
DAVIDSON KEMPNER INST 13-3597020	51,659.	51,659.	0.	0.
HIGHFIELDS CAPITAL IV 11-3841276	94,748.	94,748.	0.	0.
LEGACY VENTURE V (QP) (N/A)	19,297.	19,297.	0.	0.
WTC-CTF DIVERSIFIED INFLATION HEDGE PORT 20-1786368	64,386.	64,386.	0.	0.
LONE STAR EUROPE HOLDING (US)	5,604.	5,604.	0.	0.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
68-0676944				
LONE STAR FUND VI 74-3242428	40,771.	40,771.	0.	0.
LONE STAR REAL ESTATE FUND 74-3242429	22,746.	22,746.	0.	0.
OZ OVERSEAS FUND (FOREIGN)	40,121.	40,121.	0.	0.
PARK ST CAP NR FUND20-5033090	16,887.	16,887.	0.	0.
INVESTMENT RELATED FEES- BANK SERVICE CHARGES	2,282.	2,282.	0.	0.
TOTALS	1,162,557.	1,162,557.	0.	0.

ATTACHMENT 7

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FEDERAL EXCISE TAX	37,055.	0.	0.	0.
FEDERAL DEFERRED TAXES	12,000.	0.	0.	0.
MISC TAXES AND FILING FEES	2,035.	0.	0.	2,035.
TOTALS	51,090.	0.	0.	2,035.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
COMPUTER TECHNICAL SUPPORT	37,080.	0.	0.	37,080.
PROGRAM CONSULTANTS FEE	36,480.	0.	0.	36,480.
DIRECT CHARITABLE RELATED EXP	6,611.	0.	0.	6,611.
INSURANCE	23,761.	0.	0.	23,761.
MAINTENANCE & REPAIRS	2,099.	0.	0.	2,099.
MISCELLANEOUS	581.	0.	0.	581.
OFFICE EXHIBITION/INSTALLATION	13,817.	0.	0.	13,817.
PAYROLL SERVICES	3,043.	0.	0.	3,043.
PHONE, VIDEO CONFERENCE & FAX	22,014.	0.	0.	22,014.
POSTAGE, FREIGHT & MESSANGER	3,053.	0.	0.	3,053.
PROFESSIONAL DEVELOPMENT	8,187.	0.	0.	8,187.
RENT-DATALOK	1,140.	0.	0.	1,140.
SUPPLIES	4,485.	0.	0.	4,485.
TEMPORARY EMPLOYEE EXPENSES	2,634.	0.	0.	2,634.
SHARED EXPENSES	19,441.	0.	0.	19,441.
CREATIVE WORK FUND EXPENSES	27,604.	0.	0.	27,604.
TOTALS	212,030.	0.	0.	212,030.

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	JEWISH COMMUNITY FEDERATION
ORIGINAL AMOUNT:	500,000.
INTEREST RATE:	5.960000
DATE OF NOTE:	10/31/2000
MATURITY DATE:	10/31/2010
REPAYMENT TERMS:	ONE INSTALLMENT PAYMENT AT END OF 10-YEAR TERM
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	BUILDING ACQUISITION & RENOVATION
DESCRIPTION AND FMV OF CONSIDERATION:	NONE 0.

BEGINNING BALANCE DUE	471,875.
ENDING BALANCE DUE	500,000.
ENDING FAIR MARKET VALUE	500,000.

BORROWER:	NINTH STREET MEDIA CONSORTIUM
ORIGINAL AMOUNT:	100,000.
INTEREST RATE:	2.380000
DATE OF NOTE:	09/04/2008
MATURITY DATE:	09/04/2011
REPAYMENT TERMS:	PRINCIPAL IS DUE IN 3 YEARS WITH NO INTEREST
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	STABILIZE THE NINTH STREET MEDIA CONSORTIUM
DESCRIPTION AND FMV OF CONSIDERATION:	NONE 0.

BEGINNING BALANCE DUE	93,892.
ENDING BALANCE DUE	96,127.
ENDING FAIR MARKET VALUE	96,127.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	565,767.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	596,127.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	596,127.

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

ATTACHMENT 10

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SHARED EXPENSES	3,108.	3,108.
TOTALS	3,108.	3,108.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 11

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ADAGE CAPITAL 04-3574590	37,990,761.	37,990,761.
AXA ROSENBERG INTERN SMALL CAP INST FUND 20-1129161	5,023,149.	5,023,149.
AXA ROSENBERG INTERN SMALL/MID CAP INST FUND 03-0548824	4,967,455.	4,967,455.
ENDOWN PRIV EQ IV 06-1563330	884,833.	884,833.
ENDOWN PRIV EQ V 06-1563332	712,844.	712,844.
CF CAP PRIV EQ VI 16-1720029	1,056,988.	1,056,988.
CF CAP PRIV EQ VII 20-8306306	501,179.	501,179.
CF CAP PRIV EQ VIII 11-3814030	612,579.	612,579.
CF CAP INTERN V 16-1720038	692,494.	692,494.
CF CAP INTERN VI 20-8306365	749,133.	749,133.
FARALLON CAP INST 94-3106323	12,845,045.	12,845,045.
GRYPHON INT GRWTH 98-0432908	13,683,289.	13,683,289.
HIGHFIELDS CAP IV 11-3841276	7,663,259.	7,663,259.
LEGACY VENTURE II 94-3395329	1,892,359.	1,892,359.
LEGACY VENTURE III 20-1863080	2,420,235.	2,420,235.
LEGACY VENTURE IV 20-4468805	1,385,628.	1,385,628.
LONE STAR FUND IV 75-2935380	2,665,832.	2,665,832.
LONE STAR FUND V 20-1495165	3,623,940.	3,623,940.
OZ OVERSEAS FUND LTD (FOREIGN)	2,324,424.	2,324,424.
PARK ST CAP NRF II 20-11955774	5,174,459.	5,174,459.
PARK ST CAP NRF III 20-5033090	1,952,415.	1,952,415.
PARK ST CAP NRF II AIV 20-1936702	503,544.	503,544.
PARK ST CAP NRF II AIV II 20-8068512	258,979.	258,979.
AXA ROSENBERG LIQ.FD03-0548824	101,997.	101,997.
WTC-CTF DIV INF HDG 20-1786368	9,093,211.	9,093,211.
CHILTON GLOBAL NR PARTNERS (N/A)	7,466,488.	7,466,488.
DAVIDSON KEMPNER INST 13-3597020	4,445,800.	4,445,800.
LEGACY VENTURE V(QP)26-3913174	411,329.	411,329.
LONE STAR FUND VI 74-3242428	3,005,494.	3,005,494.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 11 (CONT'D)

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
LONE STAR REAL ESTATE FUND 74-3242429	918,391.	918,391.
LONE STAR EUROPE HOLDING (US) 68-0676944	423,194.	423,194.
LONE STAR US INVESTMENT 26-3427486	1,377,124.	1,377,124.
MREP GLOBAL II (N/A)	162,606.	162,606.
TACONIC OFFSHORE FUND 1.5 LTD (N/A)	4,142,675.	4,142,675.
FARALLON FCIP LTD (N/A)	104,954.	104,954.
OWL CREEK OVERSEAS FUND (N/A)	2,300,000.	2,300,000.
PARK STREET CAP III AIV (N/A)	62,352.	62,352.
SCP ATLANTIC FUND (N/A)	1,700,000.	1,700,000.
NORTHERN TRUST COMPANY-HAASSR - ATTACHMENT 25	65,724,589.	65,724,589.
TOTALS	211,025,027.	211,025,027.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 12

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
BOOKCASES 97	SL	496.			496.	496.			496.
COMPUTER DESK 97	SL	332.			332.	332.			332.
OFFICE CHAIRS 97	SL	909.			909.	909.			909.
FILE CABINET 97	SL	253.			253.	253.			253.
GUEST CHAIRS 97	SL	775.			775.	775.			775.
DESK & TABLES 97	SL	4,510.			4,510.	4,510.			4,510.
TASK CHAIR 98	SL	380.			380.	370.			370.
FILE CABINET 99	SL	456.			456.	456.			456.
LASER PRINTER 00	SL	1,679.			1,679.	1,679.			1,679.
COMPUTER ACCESS 00	SL	94.		94.		94.		94.	
DELL COMPUTER 01	SL	1,597.		1,597.		1,597.		1,597.	
LASER PRINTER 01	SL	1,457.			1,457.	1,457.			1,457.
OFFICE FURNTR 01	SL	1,023.			1,023.	1,023.			1,023.
FILING CABINET 01	SL	3,480.			3,480.	3,480.			3,480.
DELL COMPUTER 01	SL	1,645.		1,645.		1,645.		1,645.	
BASE CHAIR 01	SL	731.			731.	731.			731.
TASK CHAIR 01	SL	1,030.			1,030.	1,030.			1,030.
WORKSURFACE 01	SL	596.			596.	596.			596.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 12 (CONT'D)

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	ACCUMULATED DEPRECIATION DETAIL BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
UNDERSRFC PED 01	SL	937.			937.	937.			937.
WORKSURFACE TOP 01	SL	885.			885.	885.			885.
COMPUTER FURNTR 01	SL	376.			376.	376.			376.
FILE CABINET 01	SL	643.			643.	643.			643.
BOOKSHELVE 01	SL	212.			212.	212.			212.
PLAN COSTS 00	SL	744.			744.	744.			744.
PLAN COSTS II 00	SL	1,451.			1,451.	1,451.			1,451.
PLAN COSTS 00	SL	1,128.			1,128.	1,128.			1,128.
SERVER HARDWARE 02	SL	8,660.			8,660.	8,660.			8,660.
SCREENS COPY 02	SL	367.			367.	367.			367.
PRINTER STAND 02	SL	895.			895.	832.	63.		895.
OFFICE FURN 02	SL	7,228.			7,228.	6,714.	514.		7,228.
AERON CHAIR 02	SL	884.			884.	819.	65.		884.
KITCHEN 02	SL	3,704.			3,704.	3,704.			3,704.
CABINETS 02	SL	2,338.			2,338.	2,338.			2,338.
CABLING 02	SL	685.			685.	637.	48.		685.
LAPTOP & ACCESS 02	SL	3,453.			3,453.	3,453.			3,453.
DELL COMPUTER 03	SL	1,313.			1,313.	1,313.			1,313.

ATTACHMENT 12

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
HP PRINTER 03	SL	243.			243.	243.			243.
NETWORK SWITCH 03	SL	1,203.		1,203.		1,203.		1,203.	
THINKPAD CD/DVD 03	SL	314.			314.	314.			314.
WIRELESS PCCARD 03	SL	111.			111.	111.			111.
COMPUTER ACCESS 03	SL	170.			170.	170.			170.
TABLE LAMP 03	SL	415.			415.	344.	59.		403.
DESK LAMP SVC 03	SL	150.			150.	123.	21.		144.
TASK CHAIR 03	SL	354.			354.	263.	51.		314.
KEYBRDTRAY&MOUSE04	SL	1,126.			1,126.	1,088.	38.		1,126.
COMPUTER 04	SL	8,661.			8,661.	7,938.	723.		8,661.
PRINTER 04	SL	150.			150.	133.	17.		150.
TABLE 04	SL	278.			278.	193.	40.		233.
FILE CABINET 04	SL	1,316.			1,316.	768.	188.		956.
POWER SUPPLY 05	SL	779.			779.	546.	156.		702.
BIOCOMFRT CHAIR 05	SL	512.			512.	243.	73.		316.
MISC RENOV 01	M39	2,186.			2,186.	2,186.			2,186.
OP CONTRACT 01	M39	10,766.			10,766.	10,766.			10,766.
HENDLER DESIGN 01	M39	4,079.			4,079.	4,079.			4,079.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 12 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
HATHAWAY DINWDD 01	M39	12,941.			12,941.	12,941.			12,941.
GLUMAC INTERN 01	M39	1,420.			1,420.	1,420.			1,420.
CISCO BUILDING 01	M39	16.			16.	16.			16.
CASTELERO DESGN 01	M39	1,390.			1,390.	1,390.			1,390.
VIDEO CONFER 06	M5	31,763.			31,763.	13,500.	6,353.		19,853.
FURNISHINGS 06	M7	87,356.			87,356.	26,521.	12,483.		39,004.
TELEPHONE SYSTM 06	M5	15,899.			15,899.	6,757.	3,180.		9,937.
KITCHEN EQUIP 06	M5	1,275.			1,275.	542.	255.		797.
WIRELESS BACKUP 06	M5	2,820.			2,820.	1,481.	564.		2,045.
10 LCD MONITORS 06	M5	3,723.			3,723.	1,769.	745.		2,514.
ART PRINTS 06	M7	791.			791.	240.	113.		353.
CANNON FAX 06	M5	1,372.			1,372.	582.	274.		856.
ACE3-ISDN NTI 06	M5	412.			412.	195.	82.		277.
LEASEHOLD IMPROV06	SL	274,483.			274,483.	57,183.	27,448.		84,631.
PD COMPUTER 07	M5	1,329.			1,329.	499.	266.		765.
3 SERVER HD 07	M5	607.			607.	227.	121.		348.
NEW CPU 07	M5	1,055.			1,055.	290.	211.		501.
WHITEBOARD 07	M7	1,949.			1,949.	314.	279.		593.

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 12 (CONT'D)

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL: BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	ACCUMULATED DEPRECIATION DETAIL: BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
LEASEHOLD IMPROV07	SL	11,049.			11,049.	2,353.	1,228.		3,581.
LEASEHOLD IMPROV07	SL	526.			526.	112.	58.		170.
BOARD RM DECOR 07	M7	2,744.			2,744.	539.	392.		931.
SCONE LIGHTS 07	M7	165.			165.	45.	24.		69.
BOARD RM SIGN 07	M7	1,774.			1,774.	349.	254.		603.
RECEPT SIGN 07	M7	188.			188.	44.	27.		71.
FILE&BOOKCASE 07	M7	1,001.			1,001.	268.	143.		411.
GLASS REC TABLE 07	M7	219.			219.	51.	31.		82.
BLACKBERRYSERVER07	M5	1,524.			1,524.	496.	305.		801.
TERMINAL SERVER 08	M5	4,721.			4,721.	472.	944.		1,416.
AF BOOKSHELF 08	M7	168.			168.	12.	24.		36.
AGC BOOKCASE 08	M7	200.			200.	14.	29.		43.
TOTALS		555,039.			550,500.	217,979.			271,329.

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 13

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SECURITY DEPOSIT	25,268.	25,268.
CREATIVE WORK FUND	6,357.	6,357.
FEDERAL EXCISE TAX OVERPAYMENT	62,945.	62,945.
TOTALS	94,570.	94,570.

FORM 990PF, PART II - OTHER LIABILITIES

ATTACHMENT 14

DESCRIPTION	ENDING BOOK VALUE
DEFERRED FEDERAL EXCISE TAX	12,000.
SECURITY DEPOSIT-SHARED FACILI	6,081.
TOTALS	18,081.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 15

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PETER E. HAAS, JR. C/O ARGONAUT SECURITIES CO. 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	TRUSTEE 2.00	0.	0.	0.
WALTER J. HAAS C/O ARGONAUT SECURITIES CO. 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	TRUSTEE 2.00	0.	0.	0.
ELIZABETH H. EISENHARDT C/O ARGONAUT SECURITIES CO. 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	TRUSTEE 2.00	0.	0.	0.
JOHN D. GOLDMAN C/O ARGONAUT SECURITIES CO. 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	TRUSTEE/PRESIDENT 5.00	0.	0.	0.
PAMELA H. DAVID C/O ARGONAUT SECURITIES CO. 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	EXECUTIVE DIRECTOR 40.00	256,793.	62,972.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 15 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JENNIFER C. HAAS-DEHEJIA C/O ARGONAUT SECURITIES CO. 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	TRUSTEE 2.00	0.	0.	0.
WILLIAM S. GOLDMAN C/O ARGONAUT SECURITIES CO. 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	TRUSTEE 2.00	0.	0.	0.
	GRAND TOTALS	256,793.	62,972.	0.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SEE ATTACHMENT 22 C/O ARGONAUT SECURITIES CO. SAN FRANCISCO, CA 94111	SEE STATEMENT 40.00	557,257.	163,791.	0.
	TOTAL COMPENSATION	557,257.	163,791.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 17

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
ARGONAUT SECURITIES COMPANY 1155 BATTERY STREET, LS7W SAN FRANCISCO, CA 94111	ACCOUNTING SERVICES	153,108.
ADAGE CAPITAL PARTNERS LP 200 CLARENDON STREET,52ND FLOOR BOSTON, MA 02116	INVESTMENT ADVISOR	153,494.
CAMBRIDGE ASSOCIATES 100 SUMMER STREET BOSTON, MA 02110-2112	INVESTMENT ADVISOR	150,184.
HIGHFIELDS CAPITAL IV LP 200 CLARENDON STREET, 59TH FLOOR BOSTON, MA 02116	INVESTMENT ADVISOR	94,748.
FARALLON CAPITAL PARTNERS ONE MARITIME PLAZA, SUITE 1325 SAN FRANCISCO, CA 94111	INVESTMENT ADVISOR	114,082.
TOTAL COMPENSATION		665,616.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

PAMELA H. DAVID
ONE LOMBARD STREET, SUITE 305
SAN FRANCISCO, CA 94111
415-398-4474

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GRANTS APPROVED IN CURRENT YR PAID IN FUTURE YR SEE ATTACHMENT 24			1,193,000.
		TOTAL CONTRIBUTIONS APPROVED	1,193,000.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 20

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
UNREALIZED APPRECIATION (DEPRECIATION)			18	44,726,563.	
TOTALS				44,726,563.	

FEDERAL FOOTNOTES

PART VII-B, LINE 1A(4) ----------------------
REGARDING PAYING COMPENSATION TO, OR PAY OR REIMBURSE THE EXPENSES OF, A DISQUALIFIED PERSON: THE WALTER AND ELISE HAAS FUND'S ACCOUNTING SERVICES ARE PROVIDED BY ARGONAUT SECURITIES COMPANY. THE OWNERS OF ARGONAUT SECURITIES ARE THE WALTER A. HAAS JR QUALIFIED TERMINABLE INTEREST PROPERTY (QTIP) TRUST A AND AN INDIVIDUAL UNRELATED TO THE WALTER AND ELISE HAAS FUND. TWO CO-TRUSTEES OF THE WALTER A. HAAS JR QTIP TRUST A, WALTER J. HAAS AND ELIZABETH H. EISENHARDT, ARE ALSO TRUSTEES OF THE WALTER AND ELISE HAAS FUND. SERVICES ARE PROVIDED AT FAIR MARKET VALUE.

WALTER AND ELISE HAAS FUND
SCHEDULE OF EMPLOYEE WAGES AND BENEFITS > $50,000
FOR YEAR ENDED DECEMBER 2009

NAME	TITLE	TOTAL WAGES	TOTAL BENEFITS	TOTAL
AMANDA FEINSTEIN	SENIOR PROGRAM OFFICER	114,352	35,154	149,506
IEVA A LUNDBERG GREENLEE	PROGRAM OFFICER	97,676	17,834	115,510
PAT MATTOX	DIRECTOR OF ADMINISTRATION	100,194	25,045	125,239
FRANCES PHILLIPS	PROGRAM DIRECTOR	130,683	41,136	171,819
STEPHANIE RAPP	SENIOR PROGRAM OFFICER	114,352	44,622	158,974
		557,257	**163,791**	**721,048**

ATTACHMENT 22

Grantmakers Concerned with Immigrants and Refugees $3,000
P.O. Box 1100
Sebastopol, CA 95473-1100
2009 supportive philanthropy

Grantmakers for Education $1,000
720 SW Washington Street, Suite 605
Portland, OR 97205
2009 supportive philanthropy

Grantmakers for Effective Organizations $2,500
1725 DeSales Street, NW, Suite 404
Washington, DC 20036
2009 supportive philanthropy

Grantmakers in the Arts $400
604 West Galer Street
Seattle, WA 98119
2009 employe matching grant

Grantmakers in the Arts $750
604 West Galer Street
Seattle, WA 98119
2009 membership

Groceries for Seniors $3,000
660 California Street
San Francisco, CA 94108
2009 year end holiday grant

GroundSpark $250
2180 Bryant Street, Suite 203
San Francisco, CA 94110
2009 employee matching grant for the Respect for All Project

Hamilton Family Center $3,500
1631 Hayes Street
San Francisco, CA 94117-1326
2009 year end holiday grant

Herbert Hoover Middle School PTA $350
2290 14th Avenue
San Francisco, CA 94116
2009 employee matching grant for the PTA general fund and the Chinese Immersion fund (PIE)

Highlander Research and Education Center — $250
1959 Highlander Way
New Market, TN 37820
2009 employee matching grant

Holy Family Day Homes of San Francisco — $20,000
299 Dolores Street
San Francisco, CA 94103
Rental assistance funds

Homeward Bound of Marin — $3,500
1385 North Hamilton Parkway
Novato, CA 94949-8277
2009 year end holiday grant

Horizons Foundation — $5,000
870 Market Street, Suite 728
San Francisco, CA 94102
2009 descendant/trustees grant

Huckleberry Youth Programs, Inc. — $5,000
3310 Geary Boulevard
San Francisco, CA 94118
2009 year end holiday grant

Independent Sector — $12,500
1200 Eighteenth Street, N.W., Suite 200
Washington, DC 20036
2009 supportive philanthropy

Institute on Aging — $2,500
3330 Geary Boulevard
San Francisco, CA 94118-3347
Support for the Friendship Line in memory of Madelyn Rapp

Institute on Aging/Bay Area Jewish Healing Center — $2,500
3330 Geary Boulevard
San Francisco, CA 94118-3347
In memory of Madelyn Rapp

International Rescue Committee — $15,000
965 Mission Street, Suite 218
San Francisco, CA 94103
To sustain a housing assistance fund providing emergency housing assistance to refugees and asylees

International Rescue Committee 122 East 42nd Street New York, NY 10168-1289 To support capacity building for disaster preparedness and response	$50,000
Intersection for the Arts 446 Valencia Street San Francisco, CA 94103 2009 employee matching grant	$300
Jewish Federation of Greater Washington 6101 Montrose Road Rockville, MD 20852 2009 descendants grant for Birthright Israel Trips	$10,000
Jewish Funders Network 150 West 30th Street, Suite 900 New York, NY 10001 2009 supportive membership	$2,500
Judah L. Magnes Museum 2911 Russell Street Berkeley, CA 94705 2009 annual grant	$5,000
Just Cause Oakland P.O. Box 3596 Oakland, CA 94609 To coordinate efforts among numerous community-based organizations to increase the 2010 Census count of historically hard to count (HTC) populations in Oakland, CA	$25,000
Kehillah Community Synagogue and School 1300 Grand Avenue Oakland, CA 94610 2009 employee matching grant	$1,000
KIPP Bay Area Schools 426 17th Street, Suite 200 Oakland, CA 94612 2009 descendants grant	$2,500
KQED 2601 Mariposa Street San Francisco, CA 94110-1426 2009 annual grant	$11,000

La Casa de las Madres 1663 Mission Street, Suite 225 San Francisco, CA 94103 2009 year end holiday grant	$2,500
La Casa de las Madres 1663 Mission Street, Suite 225 San Francisco, CA 94103 General support	$30,000
Larkin Street Youth Services 1138 Sutter Street San Francisco, CA 94109 2009 year end holiday grant	$5,000
League of Women Voters of San Francisco 582 Market Street, Suite 615 San Francisco, CA 94104 2009 annual grant	$7,500
LIFT 800 Seventh Street, NW, Suite 300 Washington, DC 20001 2009 descendants grant	$5,000
Little Brothers - Friends of the Elderly 909 Hyde Street, Suite 628 San Francisco, CA 94109 2009 year end holiday grant	$2,500
Maitri 401 Duboce Avenue San Francisco, CA 94117-3551 2009 year end holiday grant	$1,500
Marin Country Day School 5221 Paradise Drive Corte Madera, CA 94925-2107 2009 descendants grant	$2,500
Marin Country Day School 5221 Paradise Drive Corte Madera, CA 94925-2107 2009 descendants grant	$10,000
Marin County Sheriff's Office Search and Rescue 3501 Civic Center Drive, Room 145 San Rafael, CA 94903 2009 descendants grant	$2,500

Marine Mammal Center 1065 Fort Cronkhite Sausalito, CA 94965-2609 2009 annual grant	$4,000
MAZON: A Jewish Response to Hunger 1990 South Bundy Drive, Suite 260 Los Angeles, CA 90025 2009 descendants grant	$1,250
MDP Foundation 225 Potrero Avenue San Francisco, CA 94103 2009 year end holiday grant	$5,000
Merola Opera Program 301 Van Ness Avenue San Francisco, CA 94102 2009 annual grant	$2,500
Mujeres Unidas y Activas 3543 18th Street, #23 San Francisco, CA 94110 To continue preparing the organization for future generational shifts in leadership	$30,000
NAACP Legal Defense and Educational Fund, Inc. 99 Hudson Street, 16th Floor New York, NY 10013 2009 annual grant	$2,000
National Center for Family Philanthropy, Inc. 1101 Connecticut Avenue, NW, Suite 220 Washington, DC 20036 For the Pursuit of Excellence project, to provide the tools that make assessment accessible, available and essential to those who lead family foundations	$20,000
National Committee for Responsive Philanthropy 2001 S Street, NW, Suite 620 Washington, DC 20009 2009 membership	$5,000
National Gay and Lesbian Task Force Foundation 2801 Hyperion Avenue, Suite 102 Los Angeles, CA 90027 2009 employee matching grant	$2,500

Neighborhood Funders Group 1301 Connecticut Ave., NW, Suite 500 Washington, DC 20036 2009 supportive philanthropy	$1,600
Network for Elders 1555 Burke Avenue, Suite A San Francisco, CA 94124 2009 year end holiday grant	$2,500
New Directions 11303 Wilshire Boulevard VA Building 116 Los Angeles, CA 90073-1003 2009 descendants grant	$1,750
New Door Ventures 3075 21st Street San Francisco, CA 94110 2009 year end holiday grant	$3,000
New Seed Foundation c/o Steinberg 199 Aycrigg Avenue Passaic Park, NJ 07055 2009 descendants grant for the Tzel Koratainu home in Tzfat, Israel	$10,000
North Peninsula Neighborhood 600 Linden Avenue South San Francisco, CA 94080 2009 year end holiday grant	$3,500
Northern California Grantmakers 625 Market Street, 3rd Floor San Francisco, CA 94105 2009 annual grant for the Summer Youth Project	$10,000
Northern California Grantmakers 625 Market Street, 3rd Floor San Francisco, CA 94105 2009 supportive philanthropy	$12,500
Novato Youth Center 680 Wilson Avenue Novato, CA 94947 2009 descendants grant	$10,000

Oakland Potluck 6114 La Salle Avenue, #733 Oakland, CA 94611 2009 year end holiday grant	$5,000
Oberlin Dance Collective 351 Shotwell Street San Francisco, CA 94110 2009 descendants grants	$5,000
Operation USA 3617 Hayden Avenue, Suite A Culver City, CA 90232 2009 descendants grants	$2,500
Out and Equal Workplace Advocates 155 Sansome Street, Suite 450 San Francisco, CA 94104 2009 employee matching grant to honor the work of Out and Equal	$175
P E F Israel Endowment Funds 317 Madison Avenue, Suite 607 New York, NY 10017 2009 descendants grant for the New Family Organization in Tel Aviv for their work on GLBT issues	$2,500
Pacific News Service (dba New America Media) 275 9th Street, 3rd Floor San Francisco, CA 94103 To increase awareness about the census amongst youth and their families in communities that, historically, have been hard to count; and to create an emergency messaging system to alert the ethnic media about vital public safety warnings	$45,000
Parents for Public Schools of San Francisco, Inc. 3543 18th Street, #1 San Francisco, CA 94110 2009 employee matching grant for general support and parent outreach	$100
Partnership for Immigrant Leadership and Action 2601 Mission Street, Suite 404 San Francisco, CA 94110 To increase civic participation among low-income immigrant communities in the broader Bay Area	$45,000
Partnership for Immigrant Leadership and Action 2601 Mission Street, Suite 404 San Francisco, CA 94110 To bring leadership training to community-based organizations serving immigrant populations	$75,000

Pitzer College 1050 N. Mills Avenue Claremont, CA 91711 2009 employee matching grant	$250
Planned Parenthood Golden Gate 815 Eddy Street, Suite 300 San Francisco, CA 94109 2009 annual grant	$11,000
Planning for Elders in the Central City 965 Mission Street, Suite 550 San Francisco, CA 94103 To support outreach to elders facing cuts to their In Home Support Services benefits and policy advocacy to prevent such cuts	$20,000
Poetry Flash 1450 Fourth Street, #4 Berkeley, CA 94710 2009 employee matching grant toward general support for Poetry Flash and the Northern California Book Reviewers awards event	$350
Potrero Hill Neighborhood House 953 DeHaro Street San Francisco, CA 94107 2009 year end holiday grant	$3,500
Project Open Hand 730 Polk Street San Francisco, CA 94109-7813 2009 year end holiday grant	$5,000
Project Open Hand 730 Polk Street San Francisco, CA 94109-7813 To prepare and deliver food to San Franciscans in need	$30,000
Providence Foundation of San Francisco 4601 Third Street San Francisco, CA 94124 2009 year end holiday grant	$3,000
Providence Foundation of San Francisco 4601 Third Street San Francisco, CA 94124 To support safety net services for San Franciscans in need	$15,000

Raphael House of San Francisco, Inc. 1065 Sutter Street San Francisco, CA 94109 2009 year end holiday grant	$2,500
Raphael House of San Francisco, Inc. 1065 Sutter Street San Francisco, CA 94109 To provide shelter and emergency services for families	$30,000
Regents of the University of California Berkeley, CA 94720 2009 annual grant for the Haas School of Business at the University of California	$11,000
Regents of the University of California/Center for Nonprofit and Public Leadership Berkeley, CA 94720 2009 descendants grant for the Center for Nonprofit and Public Leadership at the University of California	$5,000
Regents of the University of California/Moffitt Library Revitalization Campaign Berkeley, CA 94720 2009 descendants grant for the Moffitt Library Revitalization Campaign at the University of California	$5,000
Rooftop Elementary PTA c/o Rooftop Alternative School 443 Burnett Avenue San Francisco, CA 94112 2009 employee matching grant	$150
Saint Agnes Church 1025 Masonic Avenue San Francisco, CA 94117-2010 2009 year end holiday grant	$2,500
Salvation Army - Golden Gate Division 832 Folsom Street San Francisco, CA 94107 2009 year end holiday grant	$2,500
San Francisco AIDS Foundation 995 Market Street, Suite 200 San Francisco, CA 94103 2009 employee matching grant to sponsor Julie Davis for her participation in the AIDS/LifeCycle 8 -- SF donation campaign	$150

San Francisco Ballet Association 455 Franklin Street San Francisco, CA 94102 2009 annual grant	$11,000
The San Francisco Child Abuse Prevention Center 1757 Waller Street San Francisco, CA 94117 2009 employee matching grant for the TALK Line Family Support Center	$100
The San Francisco Child Abuse Prevention Center 1757 Waller Street San Francisco, CA 94117 General support	$30,000
San Francisco Chronicle/Season of Sharing Fund P.O. Box 44740 San Francisco, CA 94144 2009 descendants grant in memory of Walter A. Haas, Jr. and in honor of Evelyn Danzig Haas	$250
San Francisco Chronicle/Season of Sharing Fund P.O. Box 44740 San Francisco, CA 94144 2009 descendants grant in memory of Walter A. Haas, Jr. and in honor of Evelyn Danzig Haas	$5,000
San Francisco Chronicle/Season of Sharing Fund P.O. Box 44740 San Francisco, CA 94144 2009 descendants grant in memory of Walter A. Haas, Jr. and in honor of Evelyn Danzig Haas	$2,500
San Francisco Chronicle/Season of Sharing Fund P.O. Box 44740 San Francisco, CA 94144 2009 year end holiday grant for the Season of Sharing Fund	$25,000
San Francisco Conservatory of Music 50 Oak Street San Francisco, CA 94102 2009 annual grant	$11,000
San Francisco Day School/Breakthrough San Francisco 350 Masonic Avenue San Francisco, CA 94118 2009 descendants grant for Breakthrough San Francisco (formerly Summerbridge San Francisco)	$2,500

San Francisco Food Bank 900 Pennsylvania Avenue San Francisco, CA 94107 2009 descendants grant	$10,000
San Francisco Food Bank 900 Pennsylvania Avenue San Francisco, CA 94107 2009 descendants grant	$2,500
San Francisco Food Bank 900 Pennsylvania Avenue San Francisco, CA 94107 2009 year end holiday grant	$20,000
San Francisco Food Bank 900 Pennsylvania Avenue San Francisco, CA 94107 To purchase and distribute food for people in need in San Francisco	$105,000
San Francisco Foundation 225 Bush Street, Suite 500 San Francisco, CA 94104 To provide effective support to the ad-hoc Working Group on Community Development	$17,000
San Francisco Foundation 225 Bush Street, Suite 500 San Francisco, CA 94104 To manage a funders' collaborative designed to enhance the impact of safety net grantmaking by philanthropic organizations	$20,000
San Francisco Foundation 225 Bush Street, Suite 500 San Francisco, CA 94104 To support disaster preparedness in vulnerable communities	$75,000
San Francisco Interfaith Council c/o The Interfaith Center at the Presidio P.O. Box 29055 San Francisco, CA 94129 To support interfaith disaster preparedness, youth mentorship, and job placement strategies within San Francisco congregations	$10,000
San Francisco Museum of Modern Art 151 Third Street San Francisco, CA 94103-3159 2009 annual grant	$15,000

San Francisco Opera Association 301 Van Ness Avenue San Francisco, CA 94102 2009 annual grant	$11,000
San Francisco Opera Association 301 Van Ness Avenue San Francisco, CA 94102 2009 descendants grant	$2,750
San Francisco Rescue Mission P.O. Box 16217 San Francisco, CA 94116 2009 year end holiday grant	$3,500
The San Francisco Society for the Prevention of Cruelty to Animals 2500 Sixteenth Street San Francisco, CA 94103-4213 2009 annual grant	$5,000
San Francisco Symphony Association Davies Symphony Hall San Francisco, CA 94102-4585 2009 annual grant	$15,000
San Francisco University High School/Summerbridge Program 3065 Jackson Street San Francisco, CA 94115 2009 descendants grant for the Summerbridge Program	$5,000
San Francisco Women's Centers (aka The Women's Building) 3543 18th Street, #8 San Francisco, CA 94110 2009 employee matching grant for the Naming Ribbons mural project	$150
Save-The-Redwoods League 114 Sansome, Room 1200 San Francisco, CA 94104-3814 2009 annual grant	$2,000
Sisters of Notre Dame de Namur California Province 1520 Ralston Avenue Belmont, CA 94002 2009 employee matching grant for food and supplies as well as shipment expenses to Sisters and refugees in Zimbabwe	$150

Sisters of Notre Dame de Namur California Province 1520 Ralston Avenue Belmont, CA 94002 2009 employee matching grant for the Reflection and Support Center	$500
Skirball Cultural Center 2701 North Sepulveda Boulevard Los Angeles, CA 90049-6833 2009 annual grant	$7,500
Skirball Cultural Center 2701 North Sepulveda Boulevard Los Angeles, CA 90049-6833 2009 annual grant to support the archaeological project in Jerusalem that was headed by Professor Avraham Biran	$20,000
Society of St. Vincent de Paul of Alameda County 9235 San Leandro Street Oakland, CA 94603 2009 employee matching grant for emergency food and shelter in memory of Ethel Silveira	$100
Society of St. Vincent de Paul of Alameda County 9235 San Leandro Street Oakland, CA 94603 For food and emergency financial assistance to people in need in Alameda County	$30,000
Soldiers' Angels 1792 E. Washington Boulevard Pasadena, CA 91104 2009 employee matching grant in support of Project Valour - IT	$250
Southeast Asian Community Center 875 O'Farrell Street San Francisco, CA 94109 2009 year end holiday grant	$3,500
St. Anthony Foundation 150 Golden Gate Avenue San Francisco, CA 94102 2009 employee matching grant for emergency food and shelter	$100
St. Anthony Foundation 150 Golden Gate Avenue San Francisco, CA 94102 2009 year end holiday grant	$3,500

St. Anthony Foundation 150 Golden Gate Avenue San Francisco, CA 94102 To support safety net services for San Franciscans in need	$30,000
St. Anthony Foundation 150 Golden Gate Avenue San Francisco, CA 94102 To support disaster preparedness efforts within the organization	$45,000
St. Vincent de Paul Society 169 Stillman Street San Francisco, CA 94107 2009 year end holiday grant	$2,500
Stanford University/Cardiovascular Institute 562 Salvatierra Walk Stanford, CA 94305-8620 2009 descendants grant for the Cardiovascular Institute at Stanford University	$2,500
Stern Grove Festival Association 44 Page Street, Suite 600 San Francisco, CA 94102 2009 annual grant	$25,000
Stern Grove Festival Association 44 Page Street, Suite 600 San Francisco, CA 94102 2009 descendants grant	$10,000
Streetside Stories 3130 20th Street, Suite 311 San Francisco, CA 94110 2009 employee matching grant	$250
Sunset District Community Development (dba Sunset Youth Services) 3918 Judah Street San Francisco, CA 94122 2009 year end holiday grant	$2,500
Swords To Plowshares Veterans Rights Organization 1060 Howard Street San Francisco, CA 94103 2009 employee matching gift for the Iraq Veteran Project	$250
Team-Up for Youth 310 Eighth Street, Suite 300 Oakland, CA 94607 2009 descendants grant for the Girls Sports Program	$2,500

Tides, Inc./NonprofitCenters Network — $5,000
P.O. Box 29198
San Francisco, CA 94129
To provide a full day of training for Bay Area nonprofits on successful facility projects and shared workspace and services programs

Tides Center/EveryOne Home — $15,000
Presidio Bldg. 1014
P.O. Box 29907
San Francisco, CA 94129-0907
To coordinate planning activities in Alameda County for homeless prevention and rapid re-housing funds in the Recovery Act

Tides Center/Housing Rights Committee of San Francisco — $15,000
Presidio Bldg. 1014
P.O. Box 29907
San Francisco, CA 94129-0907
To advise renters of their legal rights in foreclosure

Tides Center/LeaderSpring — $35,000
Presidio Bldg. 1014
P.O. Box 29907
San Francisco, CA 94129-0907
Core operational support for an on-the-job fellowship for nonprofit leaders in order to build the capacity of the leaders and the organizations with which they work

Tri-City Free Breakfast Program — $3,500
c/o Irvington Presbyterian Church
P.O. Box 1336
Fremont, CA 94538
2009 year end holiday grant

Tri-City Homeless Coalition (dba Abode Services) — $30,000
40849 Fremont Boulevard
Fremont, CA 94538
To provide shelter and emergency services for families and single adults

Trust For Public Land — $75,000
116 New Montgomery Street, Third Floor
San Francisco, CA 94105
For the San Francisco Urban Parks Initiative-to build community in three under-served neighborhoods of San Francisco through the renovation of high-impact parks or playgrounds

United Council of Human Services — $3,000
2111 Jennings Street
San Francisco, CA 94124
2009 year end holiday grant

United Negro College Fund Mills Building, Suite 1120 220 Montgomery Street San Francisco, CA 94104 2009 annual grant	$3,000
United Way of the Bay Area 221 Main Street, Suite 300 San Francisco, CA 94105 2009 annual grant	$50,000
United Way of the Bay Area/HelpLINK 221 Main Street, Suite 300 San Francisco, CA 94105 General operating support for San Francisco 2-1-1 information and referral services	$50,000
University Corporation, San Francisco State/Poetry Center 2001 Junipero Serra Boulevard, Room 510 Daly City, CA 94014 2009 employee matching grant for the Poetry Center at San Francisco State University	$250
Urban Resource Systems/Neighborhood Parks Council 451 Hayes Street, 2nd Floor San Francisco, CA 94102 Play a pivotal role in open space planning to address structural inequities in the City's open space system and prepare for new communities being formed South of Market and in Hunters Point	$25,000
Vine Village 4059 Old Sonoma Road Napa, CA 94559 2009 annual grant	$7,500
WildCare 76 Albert Park Lane San Rafael, CA 94901 2009 annual grant	$3,500
World Affairs Council of Northern California 312 Sutter Street, Suite 200 San Francisco, CA 94108 2009 annual grant	$3,500
World Savvy 999 Sutter Street, 4th Floor San Francisco, CA 94109 2009 descendants grant	$10,000

YMCA of San Francisco/Bayview Hunters Point YMCA 631 Howard St., Suite 500 San Francisco, CA 94105 To support safety net services for San Franciscans in need	$15,000
Young Audiences of Northern California 125A Stillman Street San Francisco, CA 94107 2009 annual grant	$3,500
Total: Other Grantmaking Interests	$3,092,187

WALTER AND ELISE HAAS FUND
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

FEIN: 94-6068564

2009 Payout

Arts	$2,333,000
Economic Security	$2,025,000
Education	$2,035,000
Jewish Life	$3,542,000
Other Grantmaking Interests	$3,092,187
Total	$13,027,187

Returned Funds:

Jewish Life	
American Association for the Advancement of Science 1200 New York Avenue, NW Washington, DC 20005 Collaborative International Jewish Discourse	($26,205)
Other Grantmaking Interests	
Cerebral Palsy Center for the Bay Area 4500 Lincoln Way Oakland, CA 94602 To support disaster preparedness and business development for persons with disabilities	($60,056)
	$12,940,926
Walter and Elise Haas Fund's portion of Creative Work Fund Grants - See ATTACHMENT 27	$269,782
Grand Total of Grants Paid	$13,210,708

WALTER AND ELISE HAAS FUND FEIN: 94-6068564

GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE YEARS

Jewish Community Federation of San Francisco, the Peninsula, Marin and Sonoma Counties 121 Steuart Street San Francisco, CA 94105 2009-2010 annual campaign	$1,000,000
Stanford University/ Policy Analysis for California Education 562 Salvatierra Walk Stanford, CA 94305-8620 To measure how salary increases, financial incentives and new evaluation and professional development policies affect teacher quality in San Francisco Unified School District (SFUSD)	$25,000
Glide Foundation 330 Ellis Street San Francisco, CA 94102 To help Glide build the internal infrastructure necessary to effectively respond to future emergencies/disasters and sustain critical services for its clients.	$45,000
NICOS Chinese Health Coalition 1208 Mason Street San Francisco, CA 94108 To support preparedness for the Chinatown community	$48,000
San Francisco Foundation 225 Bush Street, Suite 500 San Francisco, CA 94104 To build the capacity of the Implementation Committee (IC)	$25,000
Fritz Institute 50 Fremont Street, Suite 1120 San Francisco, CA 94105 To support the Bay Area Disaster Preparedness Initiative	$50,000
	$1,193,000

Asset Detail for Consolidations

Equities

Description / Manager	Shares/Par Value / Asset ID	Local market price / Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Translation	Total
Common stock							
Emerging Markets Region - USD							
MFO CAP INTL EMERGING MKTS GROWTH FD INC15	1,988,282.680 CUSIP: 290886100	8.600000 0.00	17,099,231.04	19,554,186.41	-2,454,955.37	0.00	-2,454,955.37
HAAS FUND - MUTUAL FUNDS	1,988,282.680	0.00	17,099,231.04	19,554,186.41	-2,454,955.37	0.00	-2,454,955.37
Total USD		0.00	17,099,231.04	19,554,186.41	-2,454,955.37	0.00	-2,454,955.37
Total Emerging Markets Region		0.00	17,099,231.04	19,554,186.41	-2,454,955.37	0.00	-2,454,955.37
International Region - USD							
MFO DODGE & COX INTL STK FD	319,925.380 CUSIP: 256206103	31.850000 0.00	10,189,623.35	11,201,925.19	-1,012,301.84	0.00	-1,012,301.84
HAAS FUND - MUTUAL FUNDS	319,925.380	0.00	10,189,623.35	11,201,925.19	-1,012,301.84	0.00	-1,012,301.84
Total USD		0.00	10,189,623.35	11,201,925.19	-1,012,301.84	0.00	-1,012,301.84
Total International Region		0.00	10,189,623.35	11,201,925.19	-1,012,301.84	0.00	-1,012,301.84
United States - USD							
CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD	1,459.410 CUSIP: 4561230T6	100.000000 0.00	145,941.00	145,940.84	0.16	0.00	0.16
HAAS FUND - MUTUAL FUNDS	1,459.410	0.00	145,941.00	145,940.84	0.16	0.00	0.16
MFO COHEN & STEERS INSTL GLOBAL RLTY SHSINC COM	432,087.300 CUSIP: 19248K107	18.510000 0.00	7,997,935.92	9,973,935.81	-1,975,999.89	0.00	-1,975,999.89
HAAS FUND - MUTUAL FUNDS	432,087.300	0.00	7,997,935.92	9,973,935.81	-1,975,999.89	0.00	-1,975,999.89
Total USD		0.00	8,143,876.92	10,119,876.65	-1,975,999.73	0.00	-1,975,999.73
Total United States		0.00	8,143,876.92	10,119,876.65	-1,975,999.73	0.00	-1,975,999.73
Total common stock		**0.00**	**35,432,731.31**	**40,875,988.25**	**-5,443,256.94**	**0.00**	**-5,443,256.94**
Total equities		**0.00**	**35,432,731.31**	**40,875,988.25**	**-5,443,256.94**	**0.00**	**-5,443,256.94**

ATTACHMENT 25

3-1 5/18

Asset Detail for Consolidations

Fixed Income

Description / Manager	Shares/Par Value / Asset ID	Local market price / Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Corporate bonds							
United States - USD							
MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL	2,541,815.390 CUSIP: 693390700	10.800000 99,051.17	27,451,606.21	26,856,512.17	595,094.04	0.00	595,094.0
HAAS FUND - MUTUAL FUNDS	2,541,815.390	99,051.17	27,451,606.21	26,856,512.17	595,094.04	0.00	595,094.04
Total USD		99,051.17	27,451,606.21	26,856,512.17	595,094.04	0.00	595,094.04
Total United States		99,051.17	27,451,606.21	26,856,512.17	595,094.04	0.00	595,094.04
Total corporate bonds		**99,051.17**	**27,451,606.21**	**26,856,512.17**	**595,094.04**	**0.00**	**595,094.04**
Total fixed income		**99,051.17**	**27,451,606.21**	**26,856,512.17**	**595,094.04**	**0.00**	**595,094.04**

Hedge Fund

Description / Manager	Shares/Par Value / Asset ID	Local market price / Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Hedge equity							
United States - USD							
CF PERRY PARTNER INTERNATIONAL INC CLASSS SERIES 27 FD	1,064.460 CUSIP: 224999011	16.090000 0.00	17,127.16	106,445.91	-89,318.75	0.00	-89,318.7
HAAS FUND - MUTUAL FUNDS	1,064.460	0.00	17,127.16	106,445.91	-89,318.75	0.00	-89,318.75
CF PERRY PARTNERS INTL CL S SER 15	357.990 CUSIP: 714999984	171.900000 0.00	61,538.48	38,725.67	22,812.81	0.00	22,812.81
HAAS FUND - MUTUAL FUNDS	357.990	0.00	61,538.48	38,725.67	22,812.81	0.00	22,812.81
CF PERRY PARTNERS INTL CL S SER 17	783.820 CUSIP: 7149999G6	29.330000 0.00	22,989.44	78,382.48	-55,393.04	0.00	-55,393.04
HAAS FUND - MUTUAL FUNDS	783.820	0.00	22,989.44	78,382.48	-55,393.04	0.00	-55,393.04
CF PERRY PARTNERS INTL CL S SER 18	336.850 CUSIP: 7149999F8	46.390000 0.00	15,626.47	33,684.22	-18,057.75	0.00	-18,057.75
HAAS FUND - MUTUAL FUNDS	336.850	0.00	15,626.47	33,684.22	-18,057.75	0.00	-18,057.75

-13

6/18

ATTACHMENT 25

◆ Asset Detail for Consolidations

Hedge Fund

Description / Manager	Shares/Par Value / Asset ID	Local market price / Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Translation	Total
Hedge equity							
United States - USD							
CF PERRY PARTNERS INTL CL S SER 19	1,607.910 CUSIP: 7149999E1	4.580000 0.00	7,364.22	160,106.28	-152,742.06	0.00	-152,742.0_
HAAS FUND - MUTUAL FUNDS	1,607.910	0.00	7,364.22	160,106.28	-152,742.06	0.00	-152,742.06
CF PERRY PARTNERS INTL CL S SER 20 FD	935.660 CUSIP: 4469999A4	116.250000 0.00	108,770.47	93,566.36	15,204.11	0.00	15,204.11
HAAS FUND - MUTUAL FUNDS	935.660	0.00	108,770.47	93,566.36	15,204.11	0.00	15,204.11
CF PERRY PARTNERS INTL CL S SER 21 FD	931.860 CUSIP: 4479999Z8	89.930000 0.00	83,802.17	95,246.21	-11,444.04	0.00	-11,444.04
HAAS FUND - MUTUAL FUNDS	931.860	0.00	83,802.17	95,246.21	-11,444.04	0.00	-11,444.04
CF PERRY PARTNERS INTL CL S SER 22 FD	839.340 CUSIP: 7169994G9	17.700000 0.00	14,856.31	75,043.07	-60,186.76	0.00	-60,186.76
HAAS FUND - MUTUAL FUNDS	839.340	0.00	14,856.31	75,043.07	-60,186.76	0.00	-60,186.76
CF PERRY PARTNERS INTL CL S SER 23 FD	814.560 CUSIP: 7769994F8	38.080000 0.00	31,018.44	81,455.52	-50,437.08	0.00	-50,437.08
HAAS FUND - MUTUAL FUNDS	814.560	0.00	31,018.44	81,455.52	-50,437.08	0.00	-50,437.08
CF PERRY PARTNERS INTL CL S SER 24 FD	622.930 CUSIP: 7269994E2	23.630000 0.00	14,719.83	62,051.84	-47,332.01	0.00	-47,332.C
HAAS FUND - MUTUAL FUNDS	622.930	0.00	14,719.83	62,051.84	-47,332.01	0.00	-47,332.01
CF PERRY PARTNERS INTL CL S SER 25 FD	2,044.520 CUSIP: 7659998C4	13.800000 0.00	28,214.37	204,120.12	-175,905.75	0.00	-175,905.75
HAAS FUND - MUTUAL FUNDS	2,044.520	0.00	28,214.37	204,120.12	-175,905.75	0.00	-175,905.75
CF PERRY PARTNERS INTL CL S SER 26 FD	405.680 CUSIP: 7659998D2	106.630000 0.00	43,257.65	32,831.66	10,425.99	0.00	10,425.99
HAAS FUND - MUTUAL FUNDS	405.680	0.00	43,257.65	32,831.66	10,425.99	0.00	10,425.99
CF PERRY PARTNERS INTL CL S SER 28 FUND	1,139.210 CUSIP: 765999255	53.380000 0.00	60,811.03	113,920.99	-53,109.96	0.00	-53,109.96
HAAS FUND - MUTUAL FUNDS	1,139.210	0.00	60,811.03	113,920.99	-53,109.96	0.00	-53,109.96

ATTACHMENT 25

Asset Detail for Consolidations

Hedge Fund

Description / Manager	Shares/Par Value / Asset ID	Local market price / Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Translation	Total
Hedge equity							
United States - USD							
CF PERRY PARTNERS INTL CL S SER 29 FD	207.210	19.300000	3,999.15	20,720.66	-16,721.51	0.00	-16,721.51
	CUSIP: 233999TD3	0.00					
HAAS FUND - MUTUAL FUNDS	207.210	0.00	3,999.15	20,720.66	-16,721.51	0.00	-16,721.51
CF PERRY PARTNERS INTL CL S SER 30 FD FD	491.590	2.250000	1,106.07	49,158.58	-48,052.51	0.00	-48,052.51
	CUSIP: 233999SA0	0.00					
HAAS FUND - MUTUAL FUNDS	491.590	0.00	1,106.07	49,158.58	-48,052.51	0.00	-48,052.51
CF PERRY PARTNERS INTL CL S SER 31 FD	954.070	103.140000	98,402.78	95,232.41	3,170.37	0.00	3,170.37
	CUSIP: 233999GH8	0.00					
HAAS FUND - MUTUAL FUNDS	954.070	0.00	98,402.78	95,232.41	3,170.37	0.00	3,170.37
CF PERRY PARTNERS INTL CL S SER 32 FD	14.080	97.270000	1,369.56	1,394.23	-24.67	0.00	-24.67
	CUSIP: 233999TU5	0.00					
HAAS FUND - MUTUAL FUNDS	14.080	0.00	1,369.56	1,394.23	-24.67	0.00	-24.67
Total USD		0.00	614,973.60	1,342,086.21	-727,112.61	0.00	-727,112.61
Total United States		0.00	614,973.60	1,342,086.21	-727,112.61	0.00	-727,112.61
Total hedge equity		**0.00**	**614,973.60**	**1,342,086.21**	**-727,112.61**	**0.00**	**-727,112.61**
Total hedge fund		**0.00**	**614,973.60**	**1,342,086.21**	**-727,112.61**	**0.00**	**-727,112.61**

Cash and Cash Equivalents

Description / Manager	Shares/Par Value / Asset ID	Exchange rate / Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Translation	Total
Short term investment funds							
USD - United States dollar		1.0000000	2,245,015.63	2,245,015.63	0.00	0.00	0.00
	CUSIP: 665278701	91.09					
HAAS FUND - GENERAL		4.34	265,340.16	265,340.16	0.00	0.00	0.00

ATTACHMENT 25

3-8/18

Asset Detail for Consolidations

Cash and Cash Equivalents

Description / Manager	Shares/Par Value / Asset ID	Exchange rate / Accrued income/expense	Market value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Short term investment funds							
HAAS FUND - MUTUAL FUNDS		86.75	1,979,675.47	1,979,675.47	0.00	0.00	0.[illegible]
Total Short Term Investment Funds - all currencies		91.09	2,245,015.63	2,245,015.63	0.00	0.00	0.00
Total short term investment funds - all countries		91.09	2,245,015.63	2,245,015.63	0.00	0.00	0.00
Total short term investment funds		**91.09**	**2,245,015.63**	**2,245,015.63**	**0.00**	**0.00**	**0.00**
Total cash and cash equivalents		**91.09**	**2,245,015.63**	**2,245,015.63**	**0.00**	**0.00**	**0.00**
Total		99,142.26	65,744,326.75	71,319,602.26	-5,575,275.51	0.00	-5,575,275.51

ADJ. to FMV of Perry Partners International: (19738)

TOTAL: 65,724,589

ATTACHMENT 25

Please note that this report has been prepared using best available data. This report may also contain information provided by third parties, derived by third parties or derived from third party data and/or data that may have been categorized or otherwise reported based upon client direction - Northern Trust assumes no responsibility for the accuracy, timeliness or completeness of any such information. Northern Trust assumes no responsibility for the consequences of investment decisions made in reliance on information contained in this report. If you have questions regarding third party data or direction as it relates to this report, please contact your Northern Trust relationship team.

IRS CIRCULAR 230 NOTICE: To the extent that this message or any attachment concerns tax matters, it is not intended to be used and cannot be used by a taxpayer for the purpose of avoiding penalties that may be imposed by law. For more information about this notice, see http://www.northerntrust.com/circular230.

Northern Trust

WALTER & ELISE HAAS FUND

Proposal Cover Sheet

Date of Application: (mo/day/yr): ____/____/____

Application in: (check only one)

- ☐ Arts
- ☐ Education
- ☐ Economic Security
- ☐ Jewish Life
- ☐ Other grantmaking interests

Proposal Submitted by:

Name of Agency	
Contact Person – Name and Title	
Address	
Phone (with extension, if applicable)	
Fax	
E-mail	
Web site	
Name of Executive Director (print)	
Signature of Agency Executive Director	

Fiscal Sponsor, if used:

Name of Fiscal Sponsor	
Name of Fiscal Sponsor Contact (print)	
Address	
Phone (with extension, if applicable)	
Fax	
E-mail	
Web Site	
Signature of Fiscal Sponsor Contact	

Project Title: ______________________________

Brief Description:

Project Budget: $______________ Agency Budget: $______________

Request from Walter and Elise Haas Fund:

Amount: $______________ # of Months: ______________

For Haas Fund Office Use Only		Date received (mo/day/yr): ___/___/___
Date routed (mo/day/yr): ___/___/___	Date entered into Gifts (mo/day/yr): ___/___/___	Supporting Documents:
Routed to:	Entered by:	☐ Board List
☐ PD ☐ FNP	☐ MM	☐ 501(c)(3)
☐ AL ☐ SR	☐ JW	☐ Financial statement or audit
☐ AH	☐ Other ______	☐ Check AG/IRS website
☐ Other ______		☐ Project Budget
		☐ Agency Budget

ATTACHMENT 26

Media Arts Grants

Chicana/Latina Foundation $ 24,460
1419 Burlingame Avenue, Suite N
Burlingame, CA 94010

A collaboration with Laurie Coyle to create a half-hour digital documentary *Adios Amor,* exploring the story of Maria Moreno, mother of 12 children, and tenacious organizer of California's migrant farm works 50 years ago.

COLAGE 24,460
1550 Bryant Street, Suite 830
San Francisco, CA 94103

A collaboration with Jen Gilomen to create "family time," a multimedia exhibit tracing two decades of evolution in the concept of family as experienced by people with one or more Lesbian, Gay, Bisexual Transgender, and/or Queer (LGBTQ) parents.

Community Resource Initiative 24,460
1499 Potrero Avenue, Soap Building #2
San Francisco, CA 94110

A collaboration with Dee Hibbert-Jones and Nomi Talisman to create *Impact*, a hand-drawn, medium length animated video that describes the experiences of the families of prisoners on death row, using their own words.

Contemporary Jewish Museum 24,460
736 Mission Street
San Francisco, CA 94103

A collaboration with new media artist Ken Goldberg to create *Multiplicity*, an interactive and site-specific work that incorporates new technology to provoke timeless questions about cultural and individual identity, community, and contemporary experience.

Galeria de la Raza 24,460
2857-24th Street
San Francisco, CA 94110

A collaboration with Ana Teresa Fernández and with video and digital media artists Rosario Sotelo, mónica enríquez-enríquez, and Geraldine Lozano to create The Llorona Series, exploring immigration through a multi-faceted installation and cross-generational conversations.

Islamic Cultural Center of Northern California 24,460
1433 Madison Street
Oakland, CA 94162

A collaboration with Raeshma Razvi
to create "The Hafiz Project" of short films and a Website that explore the experiences of Bay Area Muslims through the lens of Hafiz's poetry and life.

Kids' Turn (Grantee) **Maiden Voyage (Fiscal Sponsor)** 2314 Higgens Canyon Road Half Moon Bay, CA 94109 A collaboration with Ellen Bruno to create *SPLIT*, a one-hour documentary film exploring the inner world of children who are maneuvering through the often frightening and always life altering separation of their parents.	24,460
Russian Riverkeeper P.O. Box 1335 Healdsburg, CA 95488 A collaboration with sound artist and composer Hugh Livingston to celebrate a newly reclaimed public park at a bend in the Russian River through creation of an outdoor sound installation on the river's banks, along with a live performance and a Web archive of oral histories and natural environment recordings.	24,460
Traveling Jewish Theatre 499 Alabama Street, Suite 127 San Francisco, CA 94110 A collaboration with filmmaker Sam Ball to create a production-ready script for a film-theatre performance, *In the Maze of Our Own Lives*, based on the history of the Group Theater (1931-41).	4,405
Total Media Arts Grants - Creative Work Fund	**200,085**
Traditional Arts Grants	
Afsaneh Art & Culture Society 30 Elm Avenue, P.O. Box 1104 Woodacre, CA 94973 A collaboration with Sharlyn Sawyer, artistic director of Ballet Afsaneh, collaborating with kathak dancer Antonia Minnecola, and other artists to create a new performance work that draws upon the confluence of traditional cultures along the ancient Silk Road.	4,606
Door Dog Music Productions Thoreau Center, 1007 General Kennedy Avenue, Suite 215 San Francisco, CA 94129 A collaboration with Tashi Dhondup Sharzur (Techung) and other Central Asian artists to create *Spirits of the Steppes*, exploring music of ancient rites and rituals, including Manas, the world's longest epic poem based on the legends of the Kyrgyz people of Central Asia; Hindi ceremonies; Israeli desert music; Tibetan shamanistic rituals; Sufi percussion; and Armenian and Kurdish rituals.	4,606

Ensambles Ballet Folklorico de San Francisco 2636 Great Highway San Francisco, CA 94116 A collaboration with dancer and choreographer Joti Singh to combine Bhangra and Mexican Folklorico dance in a piece exploring the cultural histories of the Punjabi-Mexican communities of the Imperial, San Joaquin, and Sacramento valleys of California.	4,606
Friends of the Japanese Garden (Grantee) **Friends of Oakland Parks and Recreation (Fiscal Sponsor)** **P.O. Box 13267** Oakland, CA 94661 A collaboration with Jay van Arsdale to design, build, and install 250 lineal feet of fencing, executed in the traditional Japanese method and style, that will enclose and announce the revival of Oakland's Japanese Garden near Lake Merritt.	18,546
Gadung Kasturi Balinese Dance and Music P.O. Box 5449 Richmond, CA 94805 A collaboration with dancer and choreographer Wan-Chao Chang to create, "Keep Her Safe, Please," a new 30-minute dance performance that draws upon classical and contemporary dance—primarily in Chinese and Indonesian traditions—and incorporates original and live music on Chinese percussion instruments and Indonesian gamelan.	4,606
Kitka, Inc. **1201 Martin Luther King Jr. Way** Oakland, CA 94612 A collaboration with Maria Poletaeva and the Russian folk arts collective Kedry, and with Tatiana Teodorovich to create "Transplanting Mokosha," an inter-generational outdoor musical ritual transforming ancient rural Russian customs associated with the autumn Feast Day of Mokosha for contemporary California audiences.	4,405
Monterey History and Art Museum (changed to Big Sur Land Trust) 5 Custom House Plaza (Monterey History and Art Museum) Monterey, CA 93940	24,460
Big Sur Land Trust P.O. Box 22186, 126 Clock Tower Place, Suite 101 Carmel, CA 93922 A collaboration with Linda Yamane to create a rare Ohlone presentation basket.	24,460
Voice of Roma P.O. Box 514 Sebastopol, CA 95473 A collaboration with Sali Rumen Shopov and with Peter Jacques, Director of Brass Menazeri; and the Bay Area's Brass Liberation Orchestra to create and perform a repertoire of processional street music based on Balkan Romani traditions.	4,405

Advocates for Indigenous California Language Survival 221 Idora Avenue Vallejo, CA 94591 $500 documentation grant	201
Asian Art Museum 200 Larkin San Francisco, CA 94102 $500 documentation grant	201
California Revels 337-17th Street, #207 Oakland, CA 94612 $500 documentation grant	201
Music is Extraordinary (Oakland Public Conservatory of Music) 1616 Franklin Street Oakland, CA 94612 $500 documentation grant	201
Sangati Community Center for South Asian Music 3049-22nd Street San Francisco, CA 94110 $500 documentation grant	201
Total Traditional Arts Grants - Creative Work Fund	**95,705**

Returned Grants

African American Art & Culture Complex 762 Fulton Street, #300 San Francisco, CA 94102-4119	(1,549)
Monterey History and Art Museum (changed to Big Sur Land Trust) 5 Custom House Plaza Monterey, CA 93940	(24,460)
Total Returned Grants - Creative Work Fund	**(26,009)**
Total Creative Work Fund Grants	$ **269,782**

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		NT-BANK OF IRELAND HAS02 PROPERTY TYPE: SECURITIES STMT D-1				P	VARIOUS	VARIOUS
1,756.		257.					1,499.	
		NT-GENERAL ACCOUNT 26-03734 PROPERTY TYPE: SECURITIES STMT D-2				P	VARIOUS	VARIOUS
46,694.		0.					46,694.	
		NT-MUTUAL FUNDS 26-27635 PROPERTY TYPE: SECURITIES STMT D-3				P	VARIOUS	VARIOUS
19268240.		15577310.					3,690,930.	
		ADAGE CAPITAL PARTNERS 04-3574590 PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							-1764719.	
		AXA ROSENBERG INTERN SMALL CAP INST FUND PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							-986,842.	
		AXA ROSENBERG INTERN SMALL/MID CAP INST PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							-629,310.	
		ENDOWN PRIV EQ PARTNERS IV 06-1563330 PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							64,153.	
		ENDOWN VENTURE PARTNERS V 06-1563332 PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							-26,809.	
		DAVIDSON KEMPNER INSTITUTIONAL PARTNERS PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							219,263.	
		CF CAP PRIV EQ PRTNERS VI 16-1720029 PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							-19,712.	
		CF CAP PRIV EQ PRTNERS VII 20-8306306 PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							3,716.	
		CF CAP PRIV EQ PRTNERS VIII 11-3814030 PROPERTY TYPE: OTHER				P	VARIOUS	VARIOUS
							5,982.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		CF CAP INTERN PARTNERS V 16-1720038 PROPERTY TYPE: OTHER				P	VARIOUS -14,374.	VARIOUS
		CF CAP INTERN PARTNERS VI 20-8306365 PROPERTY TYPE: OTHER				P	VARIOUS 12,651.	VARIOUS
		FARALLON CAP INST PARTNERS 94-3106323 PROPERTY TYPE: OTHER				P	VARIOUS -106,628.	VARIOUS
		FARALLON FCIP LTD PROPERTY TYPE: OTHER				P	VARIOUS 980,218.	VARIOUS
		GRYPHON INTERN GRWTH 98-0432908 PROPERTY TYPE: OTHER				P	VARIOUS -397,635.	VARIOUS
		HIGHFIELDS CAPITAL IV 11-3841276 PROPERTY TYPE: OTHER				P	VARIOUS -169,372.	VARIOUS
		LEGACY VENTURE II 94-3395329 PROPERTY TYPE: OTHER				P	VARIOUS 32,351.	VARIOUS
		LEGACY VENTURE III 20-1863080 PROPERTY TYPE: OTHER				P	VARIOUS 214,389.	VARIOUS
		LEGACY VENTURE IV 20-4468805 PROPERTY TYPE: OTHER				P	VARIOUS 35,734.	VARIOUS
		LEGACY VENTURE V (QP) 26-3913174 PROPERTY TYPE: OTHER				P	VARIOUS -274.	VARIOUS
		LONE STAR FUND IV 75-2935380 PROPERTY TYPE: OTHER				P	VARIOUS -81,150.	VARIOUS
		LONE STAR FUND V 20-1495165 PROPERTY TYPE: OTHER				P	VARIOUS -580,468.	VARIOUS

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		LONE STAR FUND VI 74-3242428 PROPERTY TYPE: OTHER				P	VARIOUS -79,047.	VARIOUS
		LONE STAR US INVESTMENTS 26-3427486 PROPERTY TYPE: OTHER				P	VARIOUS -21,941.	VARIOUS
		LONE STAR REAL ESTATE FUND 74-3242429 PROPERTY TYPE: OTHER				P	VARIOUS -44,549.	VARIOUS
		LONE STAR EUROPE HOLDINGS 68-0676944 PROPERTY TYPE: OTHER				P	VARIOUS -9,479.	VARIOUS
		MREP GLOBAL II PROPERTY TYPE: OTHER				P	VARIOUS 29.	VARIOUS
		OZ OVERSEAS FUND (FOREIGN) PROPERTY TYPE: OTHER				P	VARIOUS -67,589.	VARIOUS
		PARK ST CAP NR FUND II 20-1195774 PROPERTY TYPE: OTHER				P	VARIOUS -31,080.	VARIOUS
		PARK ST CAP NR FUND III 20-5033090 PROPERTY TYPE: OTHER				P	VARIOUS 4,454.	VARIOUS
		PARK STREET CAPITAL II AIV 20-1936702 PROPERTY TYPE: OTHER				P	VARIOUS 91,196.	VARIOUS
		PARK STREET CAPITAL II AIV II 20-8068512 PROPERTY TYPE: OTHER				P	VARIOUS 573.	VARIOUS
		PARK STREET CAPITAL III AIV PROPERTY TYPE: OTHER				P	VARIOUS -21,839.	VARIOUS
		WTC-CTF DIV INF HDG 20-1786368 PROPERTY TYPE: OTHER				P	VARIOUS -1268152.	VARIOUS
TOTAL GAIN(LOSS)		....					-917,137.	

Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss Market Short Term	Realized gain/loss Market Long Term	Translation	Total Short Term	Total Long Term
Capital Changes									
Equities									
Common Stock									
Netherlands									
27 May 09 27 May 09	#REORG/KONINKLIJKE AHOLD NV SPONSORED ADR REV SPLIT TO 2034786 EFF 8-22-2007 CUSIP: 500467303	0.00	1,466.59	0.00	0.00	1,466.59	0.00	0.00	1,466.59
Total Netherlands			**1,466.59**	**0.00**	**0.00**	**1,466.59**	**0.00**	**0.00**	**1,466.59**
Total S/T translation gain/loss for Equities							**0.00**		
Total L/T translation gain/loss for Equities							**0.00**		
Total realized gains for Equities					**0.00**	**1,466.59**	**0.00**	**0.00**	**1,466.59**
Total realized losses for Equities					**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total Equities			**1,466.59**	**0.00**	**0.00**	**1,466.59**	**0.00**	**0.00**	**1,466.59**
Total Capital Changes			**1,466.59**	**0.00**	**0.00**	**1,466.59**	**0.00**	**0.00**	**1,466.59**

START 07

33 11/32

Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Foreign Exchange									
Foreign exchange									
Foreign exchange									
Euro sales									
3 Aug 09 / 3 Aug 09	Foreign exchange EUR	0.00	- 289.52	289.52	0.00	0.00	0.00	0.00	0.00
Total Euro sales			**- 289.52**	**289.52**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
United States dollar purchases									
3 Aug 09 / 3 Aug 09	Foreign exchange USD	0.00	289.52	- 289.52	0.00	0.00	0.00	0.00	0.00
Total United States dollar purchases			**289.52**	**- 289.52**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total S/T translation gain/loss for Foreign exchange							**0.00**		
Total L/T translation gain/loss for Foreign exchange							**0.00**		
Total realized gains for Foreign exchange					**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total realized losses for Foreign exchange					**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total Foreign exchange			**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total Foreign Exchange			**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**

STMT D-1

Realized Gain/Loss Detail - Taxable

Trade Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss – Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Gain/Loss on Cash Disbursements									
Gain/Loss on Cash Disbursements									
Gain/Loss on Cash Disbursements									
Euro									
3 Aug 09	Average Book Cost Adjustment EUR 3 Aug 09	0.00	289.52	- 257.05	0.00	0.00	32.47	32.47	0.00
Total Euro			**289.52**	**- 257.05**	**0.00**	**0.00**	**32.47**	**32.47**	**0.00**
Total S/T translation gain/loss for Gain/Loss on Cash Disbursements							**32.47**		
Total L/T translation gain/loss for Gain/Loss on Cash Disbursements							**0.00**		
Total realized gains for Gain/Loss on Cash Disbursements					**0.00**	**0.00**	**32.47**	**32.47**	**0.00**
Total realized losses for Gain/Loss on Cash Disbursements					**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total Gain/Loss on Cash Disbursements			**289.52**	**- 257.05**	**0.00**	**0.00**	**32.47**	**32.47**	**0.00**
Total Gain/Loss on Cash Disbursements			**289.52**	**- 257.05**	**0.00**	**0.00**	**32.47**	**32.47**	**0.00**

STMT 6-1

3-3 13/37

◆ Realized Gain/Loss Detail - Taxable

				Realized gain/loss				
				Market			Total	
	Shares/Par	Proceeds	Cost	Short Term	Long Term	Translation	Short Term	Long Term
Total Short Term Gain Proceeds		0.00						
Total Short Term Loss Proceeds		0.00						
Total Long term Gain Proceeds		0.00						
Total Long Term Loss Proceeds		0.00						
Total Undetermined Tax Lot Proceeds		1,756.11						
Additional Short Term Proceeds from Zero G/L Transactions		0.00						
Additional Long Term Proceeds from Zero G/L Transactions		0.00						
Short Term Proceeds due to REIT Re-Allocation		0.00						
Long Term Proceeds due to REIT Re-Allocation		0.00						
Total Short Term Proceeds		0.00						
Total Long Term Proceeds		0.00						
Total S/T translation gain/loss						32.47		
Total L/T translation gain/loss						0.00		
Total realized gains				0.00	1,466.59	32.47	32.47	1,466.59
Total realized losses				0.00	0.00	0.00	0.00	0.00
Total realized gain/loss		1,756.11	- 257.05	0.00	1,466.59 (A)	32.47 (B)	32.47	1,466.59

0 • *

1,466 • 59 + (A)
32 • 47 + (B)
1,499 • 06 * TB

STMT O-1

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Capital Changes									
Equities									
Common stock									
International Region									
22 Jan 09 22 Jan 09	#REORG/ADR VODAFONE GROUP PLC SPONSORED ADR REVERSE SPLIT 2026812 EFF 07/13/06 CUSIP: 92857W100	0.00	56.75	0.00	0.00	56.75	0.00	0.00	56.75
Total International Region			**56.75**	**0.00**	**0.00**	**56.75**	**0.00**	**0.00**	**56.75**
United States									
22 Jun 09 22 Jun 09	##NATIONSBANK CORP COM N/C BANK AMERICA CORP EFF 9-30-98 2055261 CUSIP: 638585109	0.00	254.62	0.00	0.00	254.62	0.00	0.00	254.62
21 May 09 21 May 09	#REORG U S WEST INC STK MERGER TO QUEST COMM INTL 2753481 @1.72932 EFF 6-30-00 CUSIP: 91273H101	0.00	38.89	0.00	0.00	38.89	0.00	0.00	38.89
27 Feb 09 27 Feb 09	#REORG/AT&T CORP REV SPLT TO AT&T CORP NEW SEC #2000829 EFF 11/18/02 CUSIP: 001957109	0.00	478.82	0.00	0.00	478.82	0.00	0.00	478.82
03 Jun 09 03 Jun 09	#REORG/AT&T CORP REV SPLT TO AT&T CORP NEW SEC #2000829 EFF 11/18/02 CUSIP: 001957109	0.00	34.18	0.00	0.00	34.18	0.00	0.00	34.18
23 Dec 09 23 Dec 09	#REORG/GENTA INC REV SPLIT TO GENTA INC 2033780 EFF 07-13-07 CUSIP: 37245M207	0.00	199.63	0.00	0.00	199.63	0.00	0.00	199.63
18 Feb 09 19 Feb 09	#REORG/PHILIP MORRIS NAME CHG TO ALTRI A GROUP INC SEC #2001306 EFF 1/27/03 CUSIP: 718154107	0.00	68.92	0.00	0.00	68.92	0.00	0.00	68.92
02 Nov 09 02 Nov 09	#REORG/TRANSACTION SYS ARCHITECTS IN N/CTO ACI WORLDWIDE INC 2034169 7/25/07 CUSIP: 893416107	0.00	711.18	0.00	0.00	711.18	0.00	0.00	711.18

STMT D-2

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Capital Changes									
Equities									
Common stock									
United States									
02 Apr 09 02 Apr 09	#REORG/TRANSKARYOTIC THERAPIES INC CASH MERGER EFF 7/28/05 CUSIP: 893735100	0.00	3,736.73	0.00	0.00	3,736.73	0.00	0.00	3,736.73
11 Mar 09 11 Mar 09	#REORG/TYCO INTL LTD REV SPLIT TO TYCO INTL LTD 2033035 EFF 6/29/07 CUSIP: 902124106	0.00	11,330.57	0.00	0.00	11,330.57	0.00	0.00	11,330.57
24 Feb 09 26 Feb 09	BRISTOL MYERS SQUIBB CO COM CUSIP: 110122108	0.00	8,716.17	0.00	0.00	8,716.17	0.00	0.00	8,716.17
17 Sep 09 17 Sep 09	CARDINAL HLTH INC CUSIP: 14149Y108	0.00	204.83	0.00	0.00	204.83	0.00	0.00	204.83
16 Sep 09 16 Sep 09	CARDINAL HLTH INC CUSIP: 14149Y108	0.00	2,819.09	0.00	0.00	2,819.09	0.00	0.00	2,819.09
19 Mar 09 19 Mar 09	CVS CAREMARK CORP COM STK CUSIP: 126650100	0.00	29.54	0.00	0.00	29.54	0.00	0.00	29.54
13 Aug 09 13 Aug 09	FED HOME LN MTG CORP COM STK CUSIP: 313400301	0.00	334.49	0.00	0.00	334.49	0.00	0.00	334.49
04 Jun 09 04 Jun 09	FIRSTENERGY CORP COM CUSIP: 337932107	0.00	177.72	0.00	0.00	177.72	0.00	0.00	177.72
23 Nov 09 23 Nov 09	FOREST LABORATORIES INC CUSIP: 345838106	0.00	2,722.64	0.00	0.00	2,722.64	0.00	0.00	2,722.64
19 Oct 09 19 Oct 09	MCKESSON CORP CUSIP: 58155Q103	0.00	14,534.05	0.00	0.00	14,534.05	0.00	0.00	14,534.05
31 Mar 09 31 Mar 09	QWEST COMMUNICATIONS INTL INC COM CUSIP: 749121109	0.00	134.96	0.00	0.00	134.96	0.00	0.00	134.96

STMT D-2

STMT D-2

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Capital Changes									
Equities									
Common stock									
United States									
24 Jun 09 24 Jun 09	SIRVA INC COM CUSIP: 82967Y104	0.00	21.42	0.00	0.00	21.42	0.00	0.00	21.42
23 Mar 09 23 Mar 09	UNICAPITAL CORP NEW COM CUSIP: 90459D108	0.00	20.33	0.00	0.00	20.33	0.00	0.00	20.33
Total United States			**46,568.78**	**0.00**	**0.00**	**46,568.78**	**0.00**	**0.00**	**46,568.78**
Total S/T translation gain/loss for equities							**0.00**		
Total L/T translation gain/loss for equities							**0.00**		
Total realized gains for equities					**0.00**	**46,625.53**	**0.00**	**0.00**	**46,625.53**
Total realized losses for equities					**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total Equities			**46,625.53**	**0.00**	**0.00**	**46,625.53**	**0.00**	**0.00**	**46,625.53**
Fixed income									
Corporate bonds									
United States									
14 Jul 09 14 Jul 09	SEARS ROEBUCK & CO 6.25 DUE 01-15-2004 REG CUSIP: 812387BB3	0.00	68.81	0.00	0.00	68.81	0.00	0.00	68.81
Total United States			**68.81**	**0.00**	**0.00**	**68.81**	**0.00**	**0.00**	**68.81**
Total S/T translation gain/loss for fixed income							**0.00**		
Total L/T translation gain/loss for fixed income							**0.00**		
Total realized gains for fixed income					**0.00**	**68.81**	**0.00**	**0.00**	**68.81**
Total realized losses for fixed income					**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total Fixed Income			**68.81**	**0.00**	**0.00**	**68.81**	**0.00**	**0.00**	**68.81**

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Total Capital Changes			46,694.34	0.00	0.00	46,694.34	0.00	0.00	46,694.34
Total Short Term Gain Proceeds			0.00						
Total Short Term Loss Proceeds			0.00						
Total Long Term Gain Proceeds			0.00						
Total Long Term Loss Proceeds			0.00						
Total Undetermined Tax Lot Proceeds			46,694.34						
Additional Short Term Proceeds from Zero G/L Transactions			0.00						
Additional Long Term Proceeds from Zero G/L Transactions			0.00						
Short Term Proceeds due to REIT Re-Allocation			0.00						
Long Term Proceeds due to REIT Re-Allocation			0.00						
Total Short Term Proceeds			0.00						
Total Long Term Proceeds			0.00						
Total S/T translation gain/loss							0.00		
Total L/T translation gain/loss							0.00		
Total realized gains					0.00	46,694.34	0.00	0.00	46,694.34
Total realized losses					0.00	0.00	0.00	0.00	0.00
Total realized gain/loss			46,694.34	0.00	0.00	46,694.34	0.00	0.00	46,694.3

STMT D-2

Please note that this report has been prepared using best available data. This report may also contain information provided by third parties, derived by third parties or derived from third party data and/or data that may have been categorized or otherwise reported based upon client direction - Northern Trust assumes no responsibility for the accuracy, timeliness or completeness of any such information. Northern Trust assumes no responsibility for the consequences of investment decisions made in reliance on information contained in this report. If you have questions regarding third party data or direction as it relates to this report, please contact your Northern Trust relationship team.

IRS CIRCULAR 230 NOTICE: To the extent that this message or any attachment concerns tax matters, it is not intended to be used and cannot be used by a taxpayer for the purpose of avoiding penalties that may be imposed by law. For more information about this notice, see http://www.northerntrust.com/circular230.

Northern Trust records impairment entries pursuant to client direction. Impairment entries recorded to satisfy financial accounting and reporting requirements may not be suitable for tax or for other regulatory reporting purposes. Determining appropriate impairment adjustments is the responsibility of the client.

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Sales									
Equities									
Common stock									
United States									
02 Nov 09 15 Dec 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-2.78	277.58	-278.00	-0.42	0.00	0.00	-0.42	0.00
	02 Jan 09	-2.78	277.58	-278.00	-0.42	0.00	0.00	-0.42	0.00
03 Aug 09 09 Sep 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-10.25	1,025.17	-1,025.00	0.17	0.00	0.00	0.17	0.00
	02 Jan 09	-10.25	1,025.17	-1,025.00	0.17	0.00	0.00	0.17	0.00
02 Sep 09 14 Oct 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-13.05	1,304.78	-1,305.00	-0.22	0.00	0.00	-0.22	0.00
	02 Jan 09	-13.05	1,304.78	-1,305.00	-0.22	0.00	0.00	-0.22	0.00
03 Aug 09 09 Sep 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-29.68	2,968.30	-2,968.00	0.30	0.00	0.00	0.30	0.00
	02 Jan 09	-29.68	2,968.30	-2,968.00	0.30	0.00	0.00	0.30	0.00
02 Jan 09 03 Mar 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-5.44	543.86	-544.00	-0.14	0.00	0.00	-0.14	0.00
	02 Jan 09	-5.44	543.86	-544.00	-0.14	0.00	0.00	-0.14	0.00
02 Feb 09 20 Mar 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-100.74	10,073.92	-10,073.99	-0.07	0.00	0.00	-0.07	0.00
	02 Jan 09	-100.74	10,073.92	-10,073.99	-0.07	0.00	0.00	-0.07	0.00
04 May 09 29 Jun 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-0.69	68.94	-69.00	-0.06	0.00	0.00	-0.06	0.00
	02 Jan 09	-0.69	68.94	-69.00	-0.06	0.00	0.00	-0.06	0.00

STMT D-3

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Sales									
Equities									
Common stock									
United States									
02 Nov 09 15 Dec 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-25.83	2,583.02	-2,583.00	0.02	0.00	0.00	0.02	0.00
	02 Jan 09	-25.83	2,583.02	-2,583.00	0.02	0.00	0.00	0.02	0.00
02 Mar 09 21 Apr 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-30.84	3,083.98	-3,084.00	-0.02	0.00	0.00	-0.02	0.00
	02 Jan 09	-30.84	3,083.98	-3,084.00	-0.02	0.00	0.00	-0.02	0.00
02 Apr 09 21 May 09	CF PERRY PARTNERS INC CL S UNFUNDED SS1 COMMITMENTS FD CUSIP: 4561230T6	-103.81	10,380.84	-10,380.99	-0.15	0.00	0.00	-0.15	0.00
	02 Jan 09	-103.81	10,380.84	-10,380.99	-0.15	0.00	0.00	-0.15	0.00
02 Jan 09 18 Feb 09	CF PERRY PARTNERS INTL FD -CLASS A CUSIP: 714991CF1	-10,905.11	5,762,808.64	-2,596,318.53	-2,008.20	3,168,498.31	0.00	-2,008.20	3,168,498.31
	01 Jul 00	-8,995.08	4,753,452.72	-2,078,415.58	0.00	2,675,037.14	0.00	0.00	2,675,037.14
	31 Dec 00	-514.66	271,972.23	-131,627.58	0.00	140,344.65	0.00	0.00	140,344.6'
	02 Apr 01	-1,378.78	728,616.70	-375,161.06	0.00	353,455.64	0.00	0.00	353,455.64
	04 Sep 07	-0.08	42.27	-54.67	0.00	-12.40	0.00	0.00	-12.40
	04 Sep 07	-0.42	221.95	-285.25	0.00	-63.30	0.00	0.00	-63.30
	04 Sep 07	-0.83	438.62	-569.80	0.00	-131.18	0.00	0.00	-131.18
	04 Sep 07	-0.13	68.70	-91.39	0.00	-22.69	0.00	0.00	-22.69
	04 Sep 07	-0.39	206.10	-264.99	0.00	-58.89	0.00	0.00	-58.89
	04 Sep 07	-0.01	5.28	-8.48	0.00	-3.20	0.00	0.00	-3.20
	04 Sep 07	-0.29	153.25	-200.71	0.00	-47.46	0.00	0.00	-47.46
	02 Jan 08	-0.04	21.14	-30.22	-9.08	0.00	0.00	-9.08	0.00
	02 Apr 08	-0.27	142.68	-184.72	-42.04	0.00	0.00	-42.04	0.00
	04 Aug 08	-6.45	3,408.50	-4,429.89	-1,021.39	0.00	0.00	-1,021.39	0.00
	02 Oct 08	-7.68	4,058.50	-4,994.19	-935.69	0.00	0.00	-935.69	0.00

STMT 0-3

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Sales									
Equities									
Common stock									
Total United States			**5,795,119.03**	**-2,628,629.51**	**-2,008.79**	**3,168,498.31**	**0.00**	**-2,008.79**	**3,168,498.31**
Total S/T translation gain/loss for equities							**0.00**		
Total L/T translation gain/loss for equities							**0.00**		
Total realized gains for equities					**0.49**	**3,168,837.43**	**0.00**	**0.49**	**3,168,837.43**
Total realized losses for equities					**-2,009.28**	**-339.12**	**0.00**	**-2,009.28**	**-339.12**
Total Equities			**5,795,119.03**	**-2,628,629.51**	**-2,008.79**	**3,168,498.31**	**0.00**	**-2,008.79**	**3,168,498.31**
Fixed income									
Corporate bonds									
United States									
01 Jun 09 02 Jun 09	MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP: 693390700	-472,516.88	4,900,000.00	-4,889,282.11	0.00	10,717.89	0.00	0.00	10,717.89
	03 Oct 05	-1,527.79	15,843.18	-16,219.08	0.00	-375.90	0.00	0.00	-375.90
	14 Dec 05	-24,497.49	254,038.97	-256,391.72	0.00	-2,352.75	0.00	0.00	-2,352.7
	14 Dec 05	-64.99	673.95	-680.16	0.00	-6.21	0.00	0.00	-6.21
	06 Jan 06	-94,876.66	983,870.95	-999,624.29	0.00	-15,753.34	0.00	0.00	-15,753.34
	08 May 06	-292,397.66	3,032,163.71	-3,000,000.00	0.00	32,163.71	0.00	0.00	32,163.71
	03 Jan 07	-59,152.29	613,409.24	-616,366.86	0.00	-2,957.62	0.00	0.00	-2,957.62
07 Dec 09 08 Dec 09	MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP: 693390700	-136,487.72	1,500,000.00	-1,422,202.04	0.00	77,797.96	0.00	0.00	77,797.96
	03 Jan 07	-136,487.72	1,500,000.00	-1,422,202.04	0.00	77,797.96	0.00	0.00	77,797.96
29 Dec 09 30 Dec 09	MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP: 693390700	-198,889.92	2,150,000.00	-2,072,432.97	0.00	77,567.03	0.00	0.00	77,567.03
	03 Jan 07	-198,889.92	2,150,000.00	-2,072,432.97	0.00	77,567.03	0.00	0.00	77,567.03

STMT D-3

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Sales									
Fixed income									
Corporate bonds									
United States									
07 Apr 09 08 Apr 09	MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP: 693390700	-98,814.23	1,000,000.00	-1,049,448.39	0.00	-49,448.39	0.00	0.00	-49,448.39
	13 Dec 04	-6,180.06	62,542.21	-66,040.36	0.00	-3,498.15	0.00	0.00	-3,498.15
	03 Oct 05	-92,634.17	937,457.79	-983,408.03	0.00	-45,950.24	0.00	0.00	-45,950.24
27 Jul 09 28 Jul 09	MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP: 693390700	-180,265.66	1,900,000.00	-1,878,368.18	0.00	21,631.82	0.00	0.00	21,631.82
	03 Jan 07	-180,265.66	1,900,000.00	-1,878,368.18	0.00	21,631.82	0.00	0.00	21,631.82
23 Dec 09 24 Dec 09	MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP: 693390700	-156,971.38	1,700,000.00	-1,635,641.78	0.00	64,358.22	0.00	0.00	64,358.22
	03 Jan 07	-156,971.38	1,700,000.00	-1,635,641.78	0.00	64,358.22	0.00	0.00	64,358.22
Total United States			**13,150,000.00**	**-12,947,375.47**	**0.00**	**202,624.53**	**0.00**	**0.00**	**202,624.53**
Total S/T translation gain/loss for fixed income							**0.00**		
Total L/T translation gain/loss for fixed income							**0.00**		
Total realized gains for fixed income					**0.00**	**273,518.74**	**0.00**	**0.00**	**273,518.74**
Total realized losses for fixed income					**0.00**	**-70,894.21**	**0.00**	**0.00**	**-70,894.21**
Total Fixed Income			**13,150,000.00**	**-12,947,375.47**	**0.00**	**202,624.53**	**0.00**	**0.00**	**202,624.53**

Hedge fund

Hedge equity

United States

STMT D-3

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Sales									
Hedge fund									
Hedge equity									
United States									
02 Sep 09 22 Oct 09	CF PERRY PARTNERS INTL INC CL 1 TRANCHE A FD CUSIP: 714995637	-2.06	1,304.80	-1,304.78	0.02	0.00	0.00	0.02	0.00
	02 Sep 09	-2.06	1,304.80	-1,304.78	0.02	0.00	0.00	0.02	0.00
Total United States			**1,304.80**	**-1,304.78**	**0.02**	**0.00**	**0.00**	**0.02**	**0.00**
Total S/T translation gain/loss for hedge fund							**0.00**		
Total L/T translation gain/loss for hedge fund							**0.00**		
Total realized gains for hedge fund					**0.02**	**0.00**	**0.00**	**0.02**	**0.00**
Total realized losses for hedge fund					**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Total Hedge Fund			**1,304.80**	**-1,304.78**	**0.02**	**0.00**	**0.00**	**0.02**	**0.00**
Total Sales			**18,946,423.83**	**-15,577,309.76**	**-2,008.77**	**3,371,122.84**	**0.00**	**-2,008.77**	**3,371,122.84**
Other Gain/Loss									
Fixed income									
Corporate bonds									
United States									
09 Dec 09 11 Dec 09	MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP: 693390700	0.00	251,779.13	0.00	251,779.13	0.00	0.00	251,779.13	0.00
09 Dec 09 11 Dec 09	MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP: 693390700	0.00	70,036.85	0.00	0.00	70,036.85	0.00	0.00	70,036.85
Total United States			**321,815.98**	**0.00**	**251,779.13**	**70,036.85**	**0.00**	**251,779.13**	**70,036.85**

STMT D-3

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term
Other Gain/Loss									
Total S/T translation gain/loss for fixed income							0.00		
Total L/T translation gain/loss for fixed income							0.00		
Total realized gains for fixed income					251,779.13	70,036.85	0.00	251,779.13	70,036.85
Total realized losses for fixed income					0.00	0.00	0.00	0.00	0.00
Total Fixed Income			321,815.98	0.00	251,779.13	70,036.85	0.00	251,779.13	70,036.85
Total Other Gain/Loss			321,815.98	0.00	251,779.13	70,036.85	0.00	251,779.13	70,036.85

Total Short Term Gain Proceeds	7,881.29						
Total Short Term Loss Proceeds	33,364.72						
Total Long Term Gain Proceeds	16,036,205.36						
Total Long Term Loss Proceeds	2,868,972.46						
Total Undetermined Tax Lot Proceeds	321,815.98						
Additional Short Term Proceeds from Zero G/L Transactions	0.00						
Additional Long Term Proceeds from Zero G/L Transactions	0.00						
Short Term Proceeds due to REIT Re-Allocation	0.00						
Long Term Proceeds due to REIT Re-Allocation	0.00						
Total Short Term Proceeds	41,224.87						
Total Long Term Proceeds	18,905,198.96						
Total S/T translation gain/loss					0.00		
Total L/T translation gain/loss					0.00		
Total realized gains			251,779.64	3,512,393.02	0.00	251,779.64	3,512,393.02
Total realized losses			-2,009.28	-71,233.33	0.00	-2,009.28	-71,233.33
Total realized gain/loss	19,268,239.81	-15,577,309.76	249,770.36	3,441,159.69	0.00	249,770.36	3,441,159.69

3,690,930

STMT D-3

◆ Realized Gain/Loss Detail - Taxable

Trade Date / Settle Date	Security Description / Acquisition Date	Shares/Par	Proceeds	Cost	Realized gain/loss: Market Short Term	Market Long Term	Translation	Total Short Term	Total Long Term

Please note that this report has been prepared using best available data. This report may also contain information provided by third parties, derived by third parties or derived from third party data and/or data that may have been categorized or otherwise reported based upon client direction - Northern Trust assumes no responsibility for the accuracy, timeliness or completeness of any such information. Northern Trust assumes no responsibility for the consequences of investment decisions made in reliance on information contained in this report. If you have questions regarding third party data or direction as it relates to this report, please contact your Northern Trust relationship team.

IRS CIRCULAR 230 NOTICE: To the extent that this message or any attachment concerns tax matters, it is not intended to be used and cannot be used by a taxpayer for the purpose of avoiding penalties that may be imposed by law. For more information about this notice, see http://www.northerntrust.com/circular230.

Northern Trust records impairment entries pursuant to client direction. Impairment entries recorded to satisfy financial accounting and reporting requirements may not be suitable for tax or for other regulatory reporting purposes. Determining appropriate impairment adjustments is the responsibility of the client.

STMT D-3