

UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF TEXAS
11535 UNITED STATES COURTHOUSE
515 RUSK STREET
HOUSTON, TEXAS 77002

TELEPHONE NO.
(713) 250-5980

CHAMBERS OF
JUDGE LEE H. ROSENTHAL

August 22, 2008

The Honorable Ortrie D. Smith
Chair
Committee on Financial Disclosure
One Columbus Circle, N.E.
Washington, D.C. 20544

Dear Judge Smith:

I am in receipt of your letter dated July 22, 2008 regarding my calendar year 2007 filing. I have asked [REDACTED] to review the issues you raised, and have the following response and corrected report pages:

In Part VII (2007 Report):

Thank you for your kind advice on the identification of certain assets as being held by [REDACTED] and have removed [REDACTED] and [REDACTED] from pages 16 and 22.

In Part III (2007 Report):

In Part III A., lines 1 and 2, the non-investment income from [REDACTED] Board of Directors Fees" and "[REDACTED] Board of Directors Fees" was inadvertently listed as my non-investment income and is now listed in Part III B as [REDACTED] non-investment income. I had no non-investment income in 2007 and the "None" box is marked.

In Part VII (2007 Report):

In Part VII, page 10, "Panolam," "CST Industries," "RSG," "Hudson Products," "Universal Fibers," and "BTEC" have been exempt from prior disclosure and have been marked by a parenthetical "(X)" alongside the name of each referenced asset.

In Part VII (2007 Report):

In Part VII, page 18, Column D(3) reflects a value code of "M."

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2008 AUG 19 A 11:28
DISCLOSURE OFFICE

Thank you for your consideration.

Very truly yours,

A large, solid black rectangular redaction mark covering the signature of the judge.

Lee H. Rosenthal
United States District Judge

FINANCIAL DISCLOSURE REPORT

Page 2 of 6

Name of Person Reporting

ROSENTHAL, LEE H

Date of Report

05/15/2008

III. NON-INVESTMENT INCOME. (Reporting individual and spouse; see pp. 17-24 of filing instructions.)**A. Filer's Non-Investment Income**☒ NONE (No reportable non-investment income.)

<u>DATE</u>	<u>SOURCE AND TYPE</u>	<u>INCOME</u> (yours, not spouse's)
1.		
2.		
3.		
4.		

B. Spouse's Non-Investment Income - If you were married during any portion of the reporting year, complete this section.

(Dollar amount not required except for honoraria.)

☐ NONE (No reportable non-investment income.)

<u>DATE</u>	<u>SOURCE AND TYPE</u>	
1. 2007	[REDACTED] BOARD OF DIRECTORS FEES	
2. 2007	[REDACTED] BOARD OF DIRECTORS FEES	
3.		
4.		

RECEIVED
2008 AUG 19 A 11:28
FEDERAL
DISCLOSURE OFFICE**IV. REIMBURSEMENTS** - transportation, lodging, food, entertainment.

(Includes those to spouse and dependent children; see pp. 25-27 of filing instructions.)

☐ NONE (No reportable reimbursements.)

	<u>SOURCE</u>	<u>DATES</u>	<u>LOCATION</u>	<u>PURPOSE</u>	<u>ITEMS PAID OR PROVIDED</u>
1.	FEDERAL BAR ASSOCIATION	JAN 24, 2007	EL PASO, TX	SPEAKER	AIRFARE
2.	FEDERAL BAR ASSOCIATION	FEB 1-2, 2007	NEW ORLEANS, LA	SPEAKER	HOTEL, AIRFARE & GROUND TRANSPORTATION
3.	AMERICAN BAR ASSOCIATION	FEB 15-16, 2007	AMELIA ISLAND, FL	SPEAKER	HOTEL, MISC., GROUND TRANSPORTATION & AIRFARE
4.	AMERICAN LAW INSTITUTE	MAR 6-8, 2007	ST. THOMAS, VIRGIN ISLAND	SPEAKER	HOTEL, MEALS, GROUND TRANSPORTATION & AIRFARE
5.	AMERICAN BAR ASSOCIATION	MAR 8-9, 2007	CHICAGO, IL	PANELIST	HOTEL, MISC., GROUND TRANSPORTATION & AIRFARE

FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day (2)	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H) (5) Identity of buyer/seller (if private transaction)
Place "(X)" after each asset exempt from prior disclosure.								
[REDACTED]	(X)	(2)	N	U(2)	none			
[REDACTED]	(X)	(2)	N	U(2)	none			
[REDACTED]	(X)	(2)	M	U(2)	none			
[REDACTED]	(X)	(2)	O	U(2)	none			
[REDACTED]	(X)	(2)	N	U(2)	none			
[REDACTED]	(X)	(2)	M	U(2)	none			
[REDACTED]		(2)	J	U(2)	partial buy	10/12	J	
[REDACTED]		(2)	P1	U(2)	partial buy	10/12	K	
Sternhill Affiliates I, LP		(2)	J	U	buy	(2)	J	
Sternhill Partners I, LP		(2)	L	U	buy	(2)	K	
STR-Common	B	div	M	T				
CapStreet II, LP		(2)	M	U	sell	(2)	L	
CapStreet Parallel II, LP		(2)	N	U	sell	(2)	M	
JP Morgan Chase (formerly known as Texas Commerce Bank)-Checking, Houston, TX	A	int	J	T				
JP Morgan Chase (formerly known as Texas Commerce Bank)-Checking, Houston, TX-S	A	int	J	T				
TROW-Common	C	div	M	T				
VWNAX-Mutual Fund	G	div/int	P1	T				
VMSXX-Mutual Fund	G	div/int	P1	T				

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-\$1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

3 Value Method Codes: Q=Appraisal; R=Cost (Real Estate Only); S=Assessment; T=Cash/Market; U=Book Value; V=Other; W=Estimated

See explanatory footnotes on page 24.

FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

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					(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure		
	(1)	(2)	(1)	(2)		(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)		(5) Identity of buyer/seller (if private transaction)

Foundation #2

Growth Pool,

None

M

T

The F Trust (3)

None

O

V

- John Hancock Life Policy
- ING/Security Life Policy
- Prudential Life Policy

The 89 Trust (3)

A

div/int/royalt

P2

T/U

- ADViSYS-Common
- AIF V Private Investors LLC
- AIF VI Private Investors LLC
- Atlantic Trust Company, N.A.
- Avalon Advisors, L.P.
- Carbon Nanotechnologies, Inc.
- Carlyle Asia Partners II
- CD&R Fund VII Private Investors, LLC
- CPX-Common

sell

(2)

K

sell

(2)

M

sell

(2)

J

buy(15)

(2)

M

buy

(2)

M

distri

6/22

L

(9)

stock distribution from SCF IV

sell

8/1

L

(9)

distri

11/14

J

(9)

stock distribution from SCF IV

sell

5/7

L

(9) cert

escrow release

2/7

J

- KO-Common

- DPC Acquisition Corp.

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

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FINANCIAL DISCLOSURE REPORT (cont'd)

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(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

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	(1)	(2)	(1)	(2)		(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)	
	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)				
Place "(X)" after each asset exempt from prior disclosure.										

Place "(X)" after each asset
exempt from prior disclosure.

- RD-Common
- VTCLX-Mutual Fund
- VTGIX-Mutual Fund
- VUSXX-Mutual Fund
- VWNAX-Mutual Fund
- VEIEX-Mutual Fund
- VEUSX-Mutual Fund
- VPACX-Mutual Fund
- VGTSX-Mutual Fund

sell 5/7 L E

U.S. Savings Bonds (4)

None M T buy 5/8 M (9) cert

Other F Accounts

VUSXX-Mutual Fund	D	div/int	N	T
VUSXX-Mutual Fund	C	div/int	M	T
VUSXX-Mutual Fund	C	div/int	M	T
VUSXX-Mutual Fund	C	div/int	M	T
VWSTX-Mutual Fund	A	div/int		
VWSTX-Mutual Fund	A	div/int		
Goldman Sachs Bank	C	int		
Goldman Sachs Bank	B	int		

sell 4/18 L
sell 4/18 L
closed 8/16 N
closed 8/16 M

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-\$1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4-\$50,000,000 or more

3 Value Method Codes: Q=Appraisal; R=Cost (Real Estate Only); S=Assessment; T=Cash/Market; U=Book Value; V=Other; W=Estimated

See explanatory footnotes on page 24.

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2007

Report Required by the Ethics
in Government Act of 1978
(5 U.S.C. app. §§ 101-111)

1. Person Reporting (last name, first, middle initial) ROSENTHAL, LEE H	2. Court or Organization U.S.D.C.-S.D.TX	3. Date of Report 05/15/2008
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S.DISTRICT JUDGE-ACTIVE	5a. Report Type (check appropriate type) ☐ Nomination, Date ☐ Initial ☒ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2007 to 12/31/2007
7. Chambers or Office Address 515 RUSK ROOM 11535 HOUSTON, TEXAS 77002	8. On the basis of the information contained in this Report and any modifications pertaining thereto, it is, in my opinion, in compliance with applicable laws and regulations. Reviewing Officer _____ Date _____	
IMPORTANT NOTES: The instructions accompanying this form must be followed. Complete all parts, checking the NONE box for each part where you have no reportable information. Sign on last page.		

I. POSITIONS. (Reporting individual only; see pp. 9-13 of filing instructions.)

☐ NONE (No reportable positions.)

<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1. VICE PRESIDENT/SECRETARY	THE ROSENTHAL FOUNDATION
2. MEMBER, BOARD OF TRUSTEES	THE KINKAID SCHOOL
3. MEMBER, BOARD OF OVERSEERS	THE RAND INSTITUTE FOR CIVIL JUSTICE
4.	
5.	

II. AGREEMENTS. (Reporting individual only; see pp. 14-16 of filing instructions.)

☒ NONE (No reportable agreements.)

<u>DATE</u>	<u>PARTIES AND TERMS</u>
1.	
2.	
3.	

FINANCIAL DISCLOSURE REPORT

Page 2 of 6

Name of Person Reporting

ROSENTHAL, LEE H

Date of Report

05/15/2008

III. NON-INVESTMENT INCOME. *(Reporting individual and spouse; see pp. 17-24 of filing instructions.)***A. Filer's Non-Investment Income**☐ NONE *(No reportable non-investment income.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>	<u>INCOME</u> (yours, not spouse's)
1. 2007	[REDACTED] BOARD OF DIRECTORS FEES	
2. 2007	[REDACTED] BOARD OF DIRECTORS FEES	
3.		
4.		

B. Spouse's Non-Investment Income - *If you were married during any portion of the reporting year, complete this section.**(Dollar amount not required except for honoraria.)*☒ NONE *(No reportable non-investment income.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>
1.	
2.	
3.	
4.	

IV. REIMBURSEMENTS *- transportation, lodging, food, entertainment.**(Includes those to spouse and dependent children; see pp. 25-27 of filing instructions.)*☐ NONE *(No reportable reimbursements.)*

	<u>SOURCE</u>	<u>DATES</u>	<u>LOCATION</u>	<u>PURPOSE</u>	<u>ITEMS PAID OR PROVIDED</u>
1.	FEDERAL BAR ASSOCIATION	JAN 24, 2007	EL PASO, TX	SPEAKER	AIRFARE
2.	FEDERAL BAR ASSOCIATION	FEB 1-2, 2007	NEW ORLEANS, LA	SPEAKER	HOTEL, AIRFARE & GROUND TRANSPORTATION
3.	AMERICAN BAR ASSOCIATION	FEB 15-16, 2007	AMELIA ISLAND, FL	SPEAKER	HOTEL, MISC., GROUND TRANSPORTATION & AIRFARE
4.	AMERICAN LAW INSTITUTE	MAR 6-8, 2007	ST. THOMAS, VIRGIN ISLAND	SPEAKER	HOTEL, MEALS, GROUND TRANSPORTATION & AIRFARE
5.	AMERICAN BAR ASSOCIATION	MAR 8-9, 2007	CHICAGO, IL	PANELIST	HOTEL, MISC., GROUND TRANSPORTATION & AIRFARE

FINANCIAL DISCLOSURE REPORT

Page 3 of 6

Name of Person Reporting

ROSENTHAL, LEE H

Date of Report

05/15/2008

V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing instructions.)*NONE *(No reportable gifts.)*

<u>SOURCE</u>	<u>DESCRIPTION</u>	<u>VALUE</u>
1.		
2.		
3.		
4.		
5.		

VI. LIABILITIES. *(Includes those of spouse and dependent children; see pp. 32-33 of filing instructions.)*NONE *(No reportable liabilities.)*

<u>CREDITOR</u>	<u>DESCRIPTION</u>	<u>VALUE CODE</u>
1.		
2.		
3.		
4.		
5.		

FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. • Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure.	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
						(2)		(5) Identity of buyer/seller (if private transaction)
Goldman Sachs Bank	C	div/int	K	T				
Alief TX ISD 5.6% due 2/15/14	D	int	M	T				
Arkansas St College 0.00% due 6/1/15		None	N	T				
Austin TX Pub Impt 4.6% due 9/1/11	D	int	N	T				
Azle TX ISD 0.00% due 2/15/14		None	N	T				
Bexar Cty, TX GO 5.25% due 6/15/23	D	int	N	T	buy	9/5	N	
Chicago Brd Ed 0.00% due 12/1/19		None	L	T				
College Station ISD 4.6250% due 9/15/20		None	N	T	buy	9/19	M	
Dallas TX 5.00% due 2/15/16	E	int	N	T				
Denton, TX ISD 0.0% due 8/15/23		None	N	T	buy	1/19	N	
Ft. Bend TX ISD 0.00% due 8/15/15		None	M	T				
Harris Cty, TX, 5.75% due 10/1/14	E	int	N	T				
Laredo TX ISD 0.00% due 08/01/23		None	M	T				
Leander TX ISD 0.00% due 8/15/11		None			redemption	8/15	M	G
Leander TX ISD 0.00% due 8/15/13		None			redemption	8/15	M	G
Leander TX ISD 0.00% due 8/15/22		None	M	T				
Leander TX ISD 0.00% due 8/15/23		None	N	T	buy	5/31	N	
Leander TX ISD 0.00% due 8/15/25		None	M	T				
Lewisville TX ISD 0.00% due 8/15/21		None	O	T				
Midlothian TX ISD 0.00% due 2/15/22		None	M	T				
1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more								
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See explanatory footnotes on page 24.								

FINANCIAL DISCLOSURE REPORT (cont'd)

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	(1)	(2)	(1)	(2)		(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
Place "(X)" after each asset exempt from prior disclosure.									
Plano TX 5.00% due 9/1/18	D	int	M	T					
Royse City, TX ISD 0.00% due 8/15/25		None	N	T					
Schertz-Cibolo-Unvl City, TX 0.0% due 2/1/24		None	M	T	buy	12/18	M		
St of Illinois 5.00% due 6/1/22	C	int	M	T	buy	6/26	M		
St of Washington BO 0.00% due 12/01/21		None	O	T					
Texarkana, TX ISD 0.0% due 2/15/26		None	L	T	buy	8/30	L		
Travis Co TX 4.75% due 3/1/12	D	int	M	T					
TX PFA GO Super Conductor 0.00% due 4/01/09		None	O	T					
University TX Univ 4.8% due 8/15/13	C	int	M	T					
Wylie, TX ISD 0.00% due 8/15/17		None	M	T					
Wylie, TX ISD 0.00% due 8/15/19		None	M	T	buy	7/12	M		
Wylie, TX ISD 0.00% due 8/15/23		None	M	T	buy	6/15	M		
JP Morgan Chase (formerly Texas Commerce Bank)- Checking		None	J	T					
		None	J	(12)					
		None	J	(10) (12)					
AIF V Private Investors LLC		(2)	(13)	U	sell	(2)	L		
AIF VI Private Investors LLC		(2)	(13)	U	sell	(2)	M		
AIF VII Private Investors LLC		(2)	J	U	buy	(2)	K		

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Place "(X)" after each asset exempt from prior disclosure.						(2)		(5) Identity of buyer/seller (if private transaction)
APAX Europe VII Private Investors, LLC		(2)	(13)	U	buy	(2)	M	
Atlantic Trust Company, N.A.	A	div	J	T				
Avalon Advisors, L.P.		(2)	K	U	sell	(2)	K	
Blackstone Natural Resources I, LP (formerly known as Blackstone Acquisition Partners I, L.P.)		(2)	N	U	sell	(2)	M	
Blackstone Natural Resources II,LP (formerly known as Blackstone Acquisition Partners II, L.P.)		(2)	M	U	buy	(2)	K	
Hatfield Royalty, L.P.		(2)	L	U	sell	(2)	J	
Ivory Working Interests, LP (formerly known as Blackstone Ivory Working Interests, L.L.C.)		(2)	K	U(2)	none			
Ivory Acquisitions Partners, LP (formerly known as Blackstone Ivory Acquisitions Partners, L.P.)		(2)	K	U	sell	(2)	J	
Blackstone Overline Acquisition, L.P.		(2)	L	U	sell	(2)	K	
Blackstone Ivory Acquisition Partners, L.P. (direct)		(2)	(13)	U	sell	(2)	M	
Unidym (formerly known as Carbon Nanotechnologies, Carlyle Asia Partners II		None	J	U				
Carlyle Japan International Partners II, L.P.		(2)	(13)	U	buy (15)	(2)	N	
CJIP II Co-Invest, LP		(2)	(13) (14)	U	buy	(2)	J	
CD&R Fund VII Private Investors, LLC		(2)	(13)	U	buy	(2)	N	

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2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4-\$50,000,000 or more

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See explanatory footnotes on page 24.

FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure			
						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
						(2)			
Place "(X)" after each asset exempt from prior disclosure.									
CPX-Common		None	J	T	distri	6/22	L	(9)	stock distribution from SCF IV
					sell	6/22	L	(9)	
					distri	11/14	J	(9)	stock distribution from SCF IV
					sell	6/8	N	(9) cert	
CVX-Common	D	div			escrow release	2/7	J		private placement
Doane Pet Food Enterprises, Inc.		None							
Dresser, Ltd.-Common					sell	5/4	N	G	private placement
					sell	5/4	O	G	private placement
Emerald Marina Bay		(2)	M	U	sell	(2)	K		
Emerald Cambridge		(2)	K	U	none				
Emerald Marina Cove		(2)	J	U	none				
Emerald Marina Shores		(2)	L	U	none				
EDP I, LP		(2)	K	U	buy	(2)	M		
Energy Capital Investors Fund, LLC		(2)	K	U	buy	(2)	J		
					escrow release	10/18	J		private placement
FDC Group McKinney, Ltd		(2)	N	U	buy	(2)	N		
First Reserve Fund XI, L.P.		(2)	(13)	U	buy(15)	(2)	M		
Goldman Sachs Bank	D	int/div	J	T					
Goldman Sachs Fairholme Holdings		None	P1	U(2)					
Goldman Sachs Horizon Holdings		None	P1	U(2)					
Goldman Sachs International Equity Holdings		None	P1	U(2)					

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2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-\$1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

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Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure.	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure			
						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
						(2)			
Goldman Sachs Alpha Plus		None			buy	4/24	O		
					sell	10/3	O		
GE-Common	C	div			sell	6/4	N	(9) cert	
Hawkins Investment Partnership		(2)	P2	U(2)	none				
		(2)	J	U(2)	partial buy	5/31	K		
					partial buy	6/19	J		
					partial buy	12/20	J		
HMTF Europe Private Fund		(2)	J	U	sell	(2)	K		
HMTF Fund IV		(2)	L	U	sell	(2)	J		
IXC-Common	E	div	O	T					
JNJ-Common	B	div			sell	6/4	M	(9) cert	
JPMorgan Chase Investment Account	C	int/div	M	T					
KKR 2006 Private Investors, LLC		(2)	(13)	U	buy(15)	(2)	N		
Merrill Lynch Reserves (CMA)	E	int/div	J	T					
		None	M	T	partial sale	8/10	M	F	
Neffis Holdings, LLC		(2)	J	U	sell	(2)	M		
O'Connell Partners, LP		(2)	M	U	buy	(2)	M		
		None	O	(10)					
		None	(10)	(10)					
		None	M	T	(10)	5/18	L		

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FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day (2)	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.								(5) Identity of buyer/seller (if private transaction)
PEP-Common	D	div			sell	6/4	O	(9) cert
PG-Common	D	div			sell	6/4	N	(9) cert
Platform Partners, LLC		(2)	N	U	buy	(2)	M	
		None	J	U(2)				
RD-Registered	D	div			sell	6/8	N	(9) cert
SCFIV-3i, L.P.		(2)	M	U	sell	(2)	K	(9) cert
SCF-V, L.P.		(2)	M	U	buy	(2)	K	
SCF-VI, L.P.		(2)	M	U	buy	(2)	M	
Seminole		(2)	M	U	sell	(2)	J	
SJKI-Common		None	N	T				
SRE Properties, LP		(2)	J	U	sell	(2)	J	
		(2)	O	U(2)	partial sale	2/5	J	
					partial sale	5/1	K	
					partial sale	8/8	M	
					partial sale	10/1	K	
		(2)	O	U(2)	partial sale	5/30	N	
					partial sale	7/3		
					partial sale	10/29		
		(2)	M	U(2)	none			

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FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day (2)	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H) (5) Identity of buyer/seller (if private transaction)
Place "(X)" after each asset exempt from prior disclosure.								
[REDACTED]		(2)	N	U(2)	none			
[REDACTED]		(2)	N	U(2)	none			
[REDACTED]		(2)	M	U(2)	none			
[REDACTED]		(2)	O	U(2)	none			
[REDACTED]		(2)	N	U(2)	none			
[REDACTED]		(2)	M	U(2)	none			
[REDACTED]		(2)	J	U(2)	partial buy	10/12	J	
[REDACTED]		(2)	P1	U(2)	partial buy	10/12	K	
Sternhill Affiliates I, LP		(2)	J	U	buy	(2)	J	
Sternhill Partners I, LP		(2)	L	U	buy	(2)	K	
STR-Common	B	div	M	T				
CapStreet II, LP		(2)	M	U	sell	(2)	L	
CapStreet Parallel II, LP		(2)	N	U	sell	(2)	M	
JP Morgan Chase (formerly known as Texas Commerce Bank)-Checking, Houston, TX	A	int	J	T				
JP Morgan Chase (formerly known as Texas Commerce Bank)-Checking, Houston, TX-S	A	int	J	T				
TROW-Common	C	div	M	T				
VWNAX-Mutual Fund	G	div/int	P1	T				
VMSXX-Mutual Fund	G	div/int	P1	T				

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Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

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						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
						(2)			
Place "(X)" after each asset exempt from prior disclosure.									
VEUSX-Mutual Fund (listed as VEYSX in 2006)	D	div/int	N	T					
VPADX-Mutual Fund	E	div/int	O	T					
VTCLX-Mutual Fund	E	div/int	P1	T					
VUSXX-Mutual Fund	E	div/int	P1	T	buy	11/9	P1		
VWLUX-Mutual Fund	E	div/int	P1	T	buy	6/8 (9)	N	(9) cert	
					partial buy	6/8 (9)	M	(9) cert	
					partial buy	6/15 (9)	M	(9) cert	
					partial buy	7/9 (9)	M	(9) cert	
					partial buy	7/18 (9)	M	(9) cert	
					partial buy	8/20 (9)	N	(9) cert	
VTMGX-Mutual Fund	E	div/int	P1	T	buy	7/3 (9)	P1	(9) cert	
WLR Recovery IV Investors, LLC		(2)	(13)	U	buy	(2)	K		
Certain LLC 1/18		(2)	(13)	U(2)	none				
Certain Limited Partners 1/39		(2)	(13)	U(2)	partial buy	1/22	J		
					partial sale	2/9	J		
					partial buy	2/16	J		
					partial sale	3/8	J		
					partial buy	3/26	J		
					partial sale	4/11	J		
					partial sale	5/4	J		

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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
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						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)		(5) Identity of buyer/seller (if private transaction)

Certain Limited Partners 1/39

partial buy 5/4 J
 partial sale 6/5 J
 partial buy 6/28 J
 partial sale 8/8 J
 partial buy 8/8 J
 partial buy 9/6 J
 partial sale 9/7 J
 partial buy 10/2 J
 partial sale 10/9 J
 partial buy 11/6 J
 partial sale 11/13 J
 partial buy 11/16 J
 partial sale 12/3 J
 partial buy 1/10 K
 partial buy 2/21 J
 partial buy 3/9 K
 partial sale 4/25 K
 partial buy 5/9 K
 partial sale 6/26 K
 partial buy 6/18 J

Certain Limited Partners 2/54

(2) (13) U(2)

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2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

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						(2) Date: Month- Day (2)	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.					partial buy	8/8	K	
					partial sale	8/2	K	
					partial buy	8/30	J	
					partial buy	11/1	K	
					partial buy	12/11	J	
					none			
Certain Limited Partners 2/54 Certain LLC 2/54 Pension Plan		(2)	(13)	U(2)				
IRA #1 (3)			(1)					
US Treasury Zero% Obligations	E	div/int	P1	T/U				
Goldman Sachs Bank								
VWIAIX-Mutual Fund					sell	7/9	O	
VUSXX-Mutual Fund					buy	7/9	O	
IRA #2 (3)	G	div/int	P2	T/U				
US Treasury Zero% Obligations								
Goldman Sachs Bank								
GS Direct Strategies Fund					buy	5/31	O	
					sell	12/31	O	
GS Liberty Harbor					buy	6/5	N	
Hawkins Investment Partnership, L.P.					sell(2)	(2)	P1	
SJKI-Common Stock								

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						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.	Amt. Code 1 (A-H)					(2)		Identity of buyer/seller (if private transaction)
US Treas 7.25% due 5/15/16					sell	6/4	M	D
US Treas 6.125% due 8/15/07					sell	5/24	M	
US Treas 6.25% due 2/15/07					matured	2/15	L	
VWNA-Mutual Fund					partial sale	5/24	N	F
					partial sale	7/9	M	E
					partial sale	7/18	L	E
					sell	8/10	M	E
VUSXX-Mutual Fund					buy	5/24	N	
VGELX-Mutual Fund					buy	7/9	M	
WRI-Investors Shares					buy	8/13	K	
					partial buy	8/15	K	
					partial buy	10/29	K	
					partial buy	10/31	K	
ZION-Common Stock					buy	10/17	L	
					partial buy	10/19	J	
					partial buy	10/30	K	
					partial buy	10/31	K	
					partial buy	11/12	K	

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2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-\$1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

3 Value Method Codes: Q=Appraisal; R=Cost (Real Estate Only); S=Assessment; T=Cash/Market; U=Book Value; V=Other; W=Estimated

See explanatory footnotes on page 24.

FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day (2)	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.								(5) Identity of buyer/seller (if private transaction)

IRA #2 (3)

VWNFX-Mutual Fund

sell 7/9 L E

Foundation #1

Merrill Lynch Cash Reserves

D int N T

ABT-Common

A div

sell 5/2 M G

C-Common

None M T

partial sale 8/1 L F

HOS-Common

None

sell 5/2 K E

LUV-Common

A div N T

partial sale 5/3 M G

OIS-Common

None M T

partial sale 8/2 L

partial sale 8/27 L

partial sale 8/28 L

partial buy 2/21 L

partial sale 7/18 L E

partial sale 9/17 L E

VWNAX-Mutual Fund

E div/int N T

VUSXX-Mutual Fund

C div/int M T

VGELX-Mutual Fund

D div/int M T

buy 7/9 M

VGTSX-Mutual Fund

None

buy 5/3 L

sell 7/9 M D

buy 9/20 K

WRI-Investors Shares

A div K T

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

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FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.

(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
					(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure			
	(1)	(2)	(1)	(2)		(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
Place "(X)" after each asset exempt from prior disclosure.	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)			

Foundation #2

Growth Pool

None M T

The Rosenthal #F Trust (3)

None O V

- John Hancock Life Policy
- ING/Security Life Policy
- Prudential Life Policy

The Rosenthal #89 Trust (3)

A div/int/royalt P2 T/U

- AIF V Private Investors LLC
- AIF VI Private Investors LLC
- Atlantic Trust Company, N.A.
- Avalon Advisors, L.P.
- Carbon Nanotechnologies, Inc.
- Carlyle Asia Partners II
- CD&R Fund VII Private Investors, LLC
- CPX-Common

sell (2) K
sell (2) M

sell (2) J

buy(15) (2) M

buy (2) M

distri 6/22 L (9) stock distribution from SCF IV

sell 8/1 L (9)

distri 11/14 J (9) stock distribution from SCF IV

sell 5/7 L (9) cert

escrow release 2/7 J

- KO-Common

- DPC Acquisition Corp.

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-\$1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

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Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1)	(2)	(1)	(2)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)		(5) Identity of buyer/seller (if private transaction)

- EDP I, LP
- Emerald Cambridge LLC
- Emerald Marina Cove LLC
- Emerald Marina Shores LLC
- Energy Capital Investors Fund, LLC
- [REDACTED]
- FDC Group McKinney, Ltd.
- First Reserve Fund XI, L.P.
- GE-Common
- Goldman Sachs Acct #1
- Goldman Sachs Acct #2
- Goldman Sachs KMI Investors, L.P.
- Hawkins Investment Partnership, L.P.
- HMTF Fund IV
- HMTF Europe Private Fund
- HOS-Common
- JNJ-Common
- JPMorgan Chase Investment Account
- KKR 2006 Private Investors, LLC
- Merrill Lynch Reserves

buy	(2)	L	
buy	(2)	J	
escrow release	10/18	J	
buy	(2)	M	
buy(15)	(2)	L	
sell	5/7	K	(9) cert
closed	3/22	J	
buy	5/25	O	
none			
sell	(2)	J	
sell	(2)	K	
sell	2/28	K	E
sell	5/3	L	(9) cert
buy(15)	(2)	N	

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-\$1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

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See explanatory footnotes on page 24.

FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day (2)	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.								(5) Identity of buyer/seller (if private transaction)
- Neffis Holdings, Inc.					sell	(2)	L	
- [REDACTED]					sell	5/3	M	G
- PEP-Common					sell	5/3	L	(9) cert
- Platform Partners LLC					buy	(2)	K	
- SCF-IV-3I, L.P.					sell	(2)	K	
- SCF Management Partners, Ltd.					sell	(2)	J	
- SCF V, L.P.					buy	(2)	J	
- SCF VI, L.P.					buy	(2)		
- Seminole					sell	(2)	J	
- [REDACTED]					partial sale	2/5	J	
					partial sale	5/1	K	
					partial sale	8/8	L	
					partial sale	10/1	J	
- Sternhill Partners I, LP					buy	(2)	J	
- Sternhill Affiliates I, LP					buy	(2)	J	
- SJKI-Common								
- SRE Properties, LP					sell	(2)	J	
- CapStreet II, LP					sell	(2)	K	
- CapStreet Parallel II, LP					sell	(2)	L	

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-\$1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

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See explanatory footnotes on page 24.

FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1)	(2)	(1)	(2)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure			
						(2)	(3)	(4)	(5)
						Date: Month- Day	Value Code 2 (J-P)	Gain Code 1 (A-H)	
Place "(X)" after each asset exempt from prior disclosure.	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)			Identity of buyer/seller (if private transaction)

- Certain Limited Partners 1/39

partial buy	1/22	J
partial sale	2/9	J
partial buy	2/16	J
partial sale	3/8	J
partial buy	3/26	J
partial sale	4/11	J
partial sale	5/4	J
partial buy	5/4	J
partial sale	6/5	J
partial buy	6/28	J
partial sale	8/8	J
partial buy	8/8	J
partial buy	9/6	J
partial sale	9/7	J
partial buy	10/2	J
partial sale	10/9	J
partial buy	11/6	J
partial sale	11/13	J
partial buy	11/16	J
partial sale	12/3	J

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

3 Value Method Codes: Q=Appraisal; R=Cost (Real Estate Only); S=Assessment; T=Cash/Market; U=Book Value; V=Other; W=Estimated

See explanatory footnotes on page 24.

FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1)	(2)	(1)	(2)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)		(5) Identity of buyer/seller (if private transaction)

- Certain Limited Partners 2/54

partial buy 1/10 K
partial buy 2/21 J
partial buy 3/9 K
partial sale 4/25 K
partial buy 5/9 K
partial sale 6/26 K
partial buy 6/18 J
partial buy 8/8 K
partial sale 8/2 K
partial buy 8/30 J
partial buy 11/1 K
partial buy 12/11 J

- VUSXX-Mutual Fund
- VTGLX-Mutual Fund
- VWNAX-Mutual Fund
- VTCLX-Mutual Fund
- VMSXX-Mutual Fund (listed as VMSWW in 2006)

sell 11/9 P1
buy 5/8 N (9) cert
buy (2) K

- VGTSX-Mutual Fund
- WLR Recovery IV Investors, LLC

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

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FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.

(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1) Amt. Code 1 (A-H)	(2) Type (e.g., div., rent or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day (2)	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.								(5) Identity of buyer/seller (if private transaction)

- Zion-Common

#2 Trust (3)

- Goldman Sachs Bank
- VTCLX-Mutual Fund
- VUSXX-Mutual Fund
- VWNFX-Mutual Fund

#3 Trust (3)

- Goldman Sachs Bank
- VTCLX-Mutual Fund
- VUSXX-Mutual Fund
- VWNAX-Mutual Fund

#1 Trust (3)

- ABT-Common
- CVX-Common
- KO-Common
- Merrill Lynch Reserves
- Goldman Sachs Bank
- Midway, TX 5.55% due 05/01/07
- PEP-Common
- PG-Common

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

3 Value Method Codes: Q=Appraisal; R=Cost (Real Estate Only); S=Assessment; T=Cash/Market; U=Book Value; V=Other; W=Estimated

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FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
(Includes those of spouse and dependent children; see pp. 34-60 of Instructions).

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	(1)	(2)	(1)	(2)	(1) Type (e.g., buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)		(5) Identity of buyer/seller (if private transaction)

- RD-Common
- VTCLX-Mutual Fund
- VTGIX-Mutual Fund
- VUSXX-Mutual Fund
- VWNAX-Mutual Fund
- VEIEX-Mutual Fund
- VEUSX-Mutual Fund
- VPACX-Mutual Fund
- VGTSX-Mutual Fund

sell 5/7 L E

buy 5/8 M (9) cert

U.S. Savings Bonds (4)

Rosenthal [REDACTED]

None M T

Accounts

VUSXX-Mutual Fund

D div/int N T

VUSXX-Mutual Fund

C div/int M T

VUSXX-Mutual Fund

C div/int M T

VUSXX-Mutual Fund

C div/int M T

VWSTX-Mutual Fund

A div/int

sell 4/18 L

VWSTX-Mutual Fund

A div/int

sell 4/18 L

Goldman Sachs Bank

C int

closed 8/16 N

Goldman Sachs Bank

B int

closed 8/16 M

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-\$1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

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FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting Lee H. Rosenthal	Date of Report 5/15/2008
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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
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A. Description of Assets (including trust assets)	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period			
	(1)	(2)	(1)	(2)	(1) Type (e.g. buy,sell merger, redemp- tion)	If not exempt from disclosure		
						(2) Date: Month- Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)
Place "(X)" after each asset exempt from prior disclosure.	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)		Identity of buyer/seller (if private transaction)
Ishares Trust		None			buy	4/20	M	
					sell	8/1	M	
Goldman Sachs Bank Ishares Trust	B	int			closed	8/16	M	
		None			buy	4/20	M	
					sell	8/1	M	
Goldman Sachs Bank Ishares Trust	B	int			closed	8/16	M	
		None			buy	4/20	M	

1 Income/Gain Codes: A=\$1,000 or less; B=\$1,000-\$2,500; C=\$2,501-\$5,000; D=\$5,001-\$15,000; E=\$15,001-\$50,000; F=\$50,001-\$100,000; G=\$100,001-\$1,000,000; H1=\$1,000,001-\$5,000,000; H2=\$5,000,001 or more

2 Value Codes: J=\$15,000 or less; K=\$15,001-\$50,000; L=\$50,001 to \$100,000; M=\$100,001-\$250,000; N=\$250,001-\$500,000; O=\$500,001-1,000,000; P1=\$1,000,001-\$5,000,000; P2=\$5,000,001-\$25,000,000; P3=\$25,000,001-\$50,000,000; P4=\$50,000,000 or more

3 Value Method Codes: Q=Appraisal; R=Cost (Real Estate Only); S=Assessment; T=Cash/Market; U=Book Value; V=Other; W=Estimated

See explanatory footnotes on page ____.

- (1) Represents right of [REDACTED] to receive pension of \$255/month commencing at age 65.
- (2) Private entities including private common investment partnerships. For private companies, valuation is based on net book value. For such entities, valuation (Column C(2)) is based on capital account as set forth on form K-1 and income (to the extent distributed) is included in distributions under column D(3) and not in Column B. Where filer is a passive owner with no control over investments or timing of calls or distributions, such cash distributions and calls are set forth in Column D(3) as a net aggregate amount for the reporting period. "Buy" indicates net cash paid in to the entity and "sell" indicate net cash paid by entity to filer.
- (3) Amounts indicated are aggregate net amounts for entire beneficial interest of trust or IRA.
- (4) U.S. Savings Bonds are valued at stated face value of bonds.
- (5) Purchase and sale price of regular interest paying bonds excludes accrued interest. Interest income on regular interest paying bonds includes accrued interest bought or sold. Gain indicated on redeemed bonds represents only the redemption amount (and premium, if any) in excess of principal amount. Bond premium paid at purchase is assumed to be fully amortized for purposes of calculating gain or loss on sale, redemption or maturity on regular interest paying bond.
- (6) No interest income is included in Interest Income Column B(1) on zero coupon bonds. Total to date accreted interest for zero coupon bonds is included in Value Column C(1). On maturity of zero coupon bonds, total accreted interest is included in Value Column D(3) and Gain Column D(4). On maturity or sale of zero coupon bonds, Value Column D(3) is the maturity value or sales price and Gain Column D(4) reflects the difference between the maturity value or sales price and the original cost.
- (7) All mutual fund reinvested dividends, interest and capital gains are not separately shown as new purchases, but are included in the end of period (Column C(2)) values. All unreinvested distributions from mutual funds (dividends, interest and capital gains) are included in Column B(1). Money market mutual funds set forth aggregate dividend/interest paid for year and end of year value only.
- (8) Municipal and U.S. Treasury bond values reflected in Value Column C(2) are based on market value.
- (9) No transaction value or gain or loss is reported on non-taxable exchanges of one security for another or spin-offs of securities or stock dividends or pursuant to certificates of divestiture issued in accordance with 26 U.S.C. § 1043. In 2007, Filer sold securities and rolled the proceeds over pursuant to such certificates into

VMLUX and VTMGX. Two trusts sold and rolled the proceeds over pursuant to such certificates into VGSTX. In all instances noted in first sentence, any gain is reported only when the new security is sold, and if publicly traded, the value as of the date of the transaction of such security received is reflected in Column C(1) Gross Value. "Cert" indicates a certificate of divestiture transaction.

- (10) [REDACTED] received options for compensation. Vested options are valued at spread between (1) exercise price and (2) market value in the case of publicly traded securities or exercise price in the case of nonpublic securities. Unvested options are given no value. Restricted stock is not valued during restriction period. After restrictions lapse, restricted stock is reflected as owned shares.
- (11) Oil and Gas royalties – value not known to filer.
- (12) Private company – value not known to filer.
- (13) K-1 not available at time of filing.
- (14) Inadvertently omitted in prior year report.
- (15) Intra-[REDACTED] partial transfer in 2007.

FINANCIAL DISCLOSURE REPORT

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Name of Person Reporting

ROSENTHAL, LEE H

Date of Report

05/15/2008

VIII. ADDITIONAL INFORMATION OR EXPLANATIONS. *(Indicate part of Report.)*

PART IV. REIMBURSEMENTS (CON'T)

SOURCE	DATES	LOCATION	PURPOSE ITEMS PAID FOR OR PROVIDED
6 AMERICAN BAR ASSOCIATION	MAR 8-9, 2007	CHICAGO, IL	PANELIST HOTEL, MISC., GROUND TRANSPORTATION & AIRFARE
7 FEDERAL BAR ASSOCIATION	APR 11, 2007	SAN ANTONIO, TX	SPEAKER GROUND TRANSPORTATION & AIRFARE
8 AMERICAN BAR ASSOCIATION	APR 12-13, 2007	SAN ANTONIO, TX	SPEAKER HOTEL, GROUND TRANSPORTATION & AIRFARE
9 FORDHAM UNIVERSITY	APR 16-17, 2007	NEW YORK, NY	SPEAKER HOTEL & AIRFARE
10 SEDONA CONFERENCE	MAY 9-11, 2007	PHOENIX, AZ	MEETING MISC., GROUND TRANSPORTATION & AIRFARE
11 UNIVERSITY OF TEXAS	JUN 1, 2007	AUSTIN, TX	SPEAKER GROUND TRANSPORTATION & AIRFARE
12 FINANCIAL MEDIA HLDGS GROUP	JUN 7-8, 2007	WASHINGTON, DC	SPEAKER HOTEL, MISC., GROUND TRANSPORTATION & AIRFARE
13 AMERICAN LAW INSTITUTE	JUL 10-13, 2007	SANTA FE, NM	SPEAKER HOTEL, MEALS, GROUND TRANSPORTATION & AIRFARE
14 AMERICAN LAW INSTITUTE	OCT 4-5, 2007	AUSTIN, TX	MEETING HOTEL & GROUND TRANSPORTATION
15 DEFENSE RESEARCH INSTITUTE	OCT 11, 2007	WASHINGTON, DC	PANELIST GROUND TRANSPORTATION
AMERICAN LAW INSTITUTE	OCT 17-19, 2007	NEW YORK, NY	MEETING HOTEL, GROUND TRANSPORTATION & AIRFARE
17 UNIVERSITY OF PENNSYLVANIA	NOV 30-DEC 2, 07	PHILADELPHIA, PA	SPEAKER GROUND TRANSPORTATION & AIRFARE
18 AMERICAN LAW INSTITUTE	DEC 5-7, 2007	PHILADELPHIA, PA	MEETING HOTEL, MEALS, GROUND TRANSPORTATION & AIRFARE
19 STANFORD UNIVERSITY	DEC 12-14, 2007	OXFORD, ENGLAND	SPEAKER GROUND TRANSPORTATION & AIRFARE

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Name of Person Reporting

ROSENTHAL, LEE H

Date of Report

05/15/2008

IX. CERTIFICATION.

I certify that all information given above (including information pertaining to my spouse and minor or dependent children, if any) is accurate, true, and complete to the best of my knowledge and belief, and that any information not reported was withheld because it met applicable statutory provisions permitting non-disclosure.

I further certify that earned income from outside employment and honoraria and the acceptance of gifts which have been reported are in compliance with the provisions of 5 U.S.C. app. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

Signature _____

NOTE: ANY INDIVIDUAL WHO KNOWINGLY AND WILFULLY FALSIFIES OR FAILS TO FILE THIS REPORT MAY BE SUBJECT TO CIVIL AND CRIMINAL SANCTIONS (5 U.S.C. app. § 104)

FILING INSTRUCTIONS

Mail signed original and 3 additional copies to:

Committee on Financial Disclosure
Administrative Office of the United States Courts
Suite 2-301
One Columbus Circle, N.E.
Washington, D.C. 20544