

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2008

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) Baylson, Michael M.		2. Court or Organization U.S.D.C. Eastern Dist. Of Pa.		3. Date of Report 06/09/2009	
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, ☐ Initial ☒ Annual ☐ Final		6. Reporting Period 01/01/2008 to 12/31/2008	
7. Chambers or Office Address 3810 U.S. Courthouse 601 Market Street Philadelphia, PA 19106		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.)

POSITION	NAME OF ORGANIZATION/ENTITY
1. _____	_____
2. _____	_____
3. _____	_____
4. _____	_____
5. _____	_____

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

☒ NONE (No reportable agreements.)

DATE	PARTIES AND TERMS
1. _____	_____
2. _____	_____
3. _____	_____

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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. 2008	Matthew Bender & Co. - legal article	\$1,000.00
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. 2008	Self-Employed Physician
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. New York Intellectual Property Law Association	March 28 - 29, 2008	New York, NY	Annual Judges Dinner	Travel Expenses
2. First Amendment Center & Judicial Branch Committee of the Judicial Conference	May 12 - 13, 2008	Washington, DC	Justice & Journalism Prgm	Travel Expenses
3. Judicial Conference	May 14 - 15, 2008	Washington, DC	Conference	Travel Expenses
4. Foundation for Research on Economics and the Environment	July 20 - 24, 2008	Bozeman, MT	Climate, Economics Prgm	Travel Expenses
5.				

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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. Ameritrade	Margin Loan	M
2. _____	_____	_____
3. _____	_____	_____
4. _____	_____	_____
5. _____	_____	_____

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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

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) Amount 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, redemption)	(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
1. Exxon Mobil Corp.	A	Dividend	L	T					
2. Verizon Communications	D	Dividend	M	T					
3. Viacom Inc. Class B		None	J	T					
4. Israel State 15 Yr Dollar Current Income B ond 7th	A	Interest	J	T					
5. Command Money Fund	A	Interest	J	T					
6. AT&T Corp.	C	Dividend	L	T					
7. Bank of America	C	Dividend	L	T					
8. BP Plc Sponsored ADR	B	Dividend	L	T					
9. Fidelity National Information Services	A	Dividend	K	T					
10. Choicepoint Inc.		None			Sold	09/19	K	E	
11. Comcast Corp. Class A	A	Dividend	J	T					
12. Comcast Corp. Class A Special	A	Dividend	J	T					
13. Conoco Inc. Class B	A	Dividend	K	T					
14. Delphi Automotive Systems Corp.		None	J	T					
15. Equifax Inc.	A	Dividend	K	T					
16. Exelon Corp.	C	Dividend	L	T					
17. E4L Inc.		None	J	T					

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

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18. General Electric Co.	D	Dividend	L	T					
19. General Motors Corp.	A	Dividend	J	T					
20. General Motors Corp. Class H New		None	J	T					
21. International Business Machines	B	Dividend	L	T					
22. J.P. Morgan Chase & Co. Common New	B	Dividend	K	T					
23. Keycorp. New	A	Dividend	J	T					
24. Alcatel-Lucent		None	J	T					
25. MHM Services Inc.		None	J	T					
26. Motorola Inc.	A	Dividend	J	T					
27. NCR Corp.		None	J	T					
28. PNC Financial Services Corp.	C	Dividend	L	T	Sold (part)	07/28	J	B	
29.					Sold (part)	07/29	K	D	
30.					Sold (part)	09/16	K	D	
31. Prologis Trust SBI	A	Dividend	J	T					
32. TPI Enterprise, Inc.		None	J	T					
33. Wachovia Corp. 2nd	A	Dividend	J	T					
34. Walmart De Mexico SA Sponsored ADR	A	Dividend	J	T					

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35. Western Digital Corp. Del		None	J	T					
36. Franklin Mutual Ser Fund Inc.	A	Dividend	J	T					
37. Munder Funds Inc. Netnet Fund Class C		None	J	T					
38. CMF Money Market Portfolio		None	J	T					
39. Oncologix Tech Inc.		None	J	T					
40. Comcast Corp. Class A		None	J	T					
41. Comcast Corp. Class A Special		None	J	T					
42. Menlo Acquisitions Corp.	A	Dividend	K	T					
43. PNC Financial Services Group Inc.	A	Dividend	J	T					
44. Great Lakes Bancorp, Inc.		None			Merged (with line 45)	02/20	J		
45. First Niagara Financial Group, Inc.	A	Dividend	J	T	Transferred (from line 44)	02/20	J		
46. Oncologix Tech Inc.		None	J	T					
47. Cisco Systems Inc.		None	J	T					
48. CBRX		None	J	T					
49. Covad Communications Group		None			Redeemed	04/15	J	A	
50. Salix		None	J	T					
51. Intel Corp.	A	Dividend	J	T	Buy (add'l)	10/10	J		

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(See Columns B1 and D4)

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C = \$2,501 - \$5,000
H1 = \$1,000,001 - \$5,000,000

D = \$5,001 - \$15,000
H2 = More than \$5,000,000

E = \$15,001 - \$50,000

2. Value Codes
(See Columns C1 and D3)

J = \$15,000 or less
N = \$250,001 - \$500,000
P3 = \$25,000,001 - \$50,000,000

K = \$15,001 - \$50,000
O = \$500,001 - \$1,000,000

L = \$50,001 - \$100,000
P1 = \$1,000,001 - \$5,000,000
P4 = More than \$50,000,000

M = \$100,001 - \$250,000
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3. Value Method Codes
(See Column C2)

Q = Appraisal
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52. Alcatel-Lucent	A	Dividend	J	T					
53. Nokia Corp. ADR	A	Dividend	J	T					
54. Qualcomm Communications	A	Dividend	K	T					
55. Qwest Communications International Inc.		None	J	T					
56. Safeguard Scientifics Inc.		None	J	T	Buy (add'l)	06/26	J		
57.					Buy (add'l)	07/02	J		
58.					Buy (add'l)	07/10	J		
59.					Buy (add'l)	09/15	J		
60.					Buy (add'l)	09/18	J		
61.					Buy (add'l)	10/10	J		
62.					Buy (add'l)	10/13	J		
63.					Buy (add'l)	10/30	J		
64.					Buy (add'l)	10/31	J		
65.					Buy (add'l)	12/01	J		
66. Sun Microsystems Inc.		None	J	T					
67. Worldcom Inc.		None	J	T					
68. Government of Israel	A	Interest	J	T					

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69. Advanced Reproductive Care		None	J	W					
70. Baumrin et al Partnership		None	K	W					
71. BC Partnership		None			Closed	12/31	J		
72. Philadelphia Fertility Institute		None			Closed	01/01	J		
73. Pennsylvania Reproductive Assoc.		None			Closed	01/01	J		
74. Clinton Endocrine Assoc.		None			Closed	01/01	J		
75. Fertility Testing Lab		None			Closed	01/01	J		
76. Brandywine Mutual Fund		None			Sold (part)	01/14	J	B	
77.					Sold (part)	04/29	J	A	
78.					Sold	09/10	J	A	
79. MSDW UGMA Equity	C	Dividend	K	T					
80. MSDW UGMA Small Cap	A	Dividend	K	T	Sold (part)	04/15	K	C	
81. MSDW UGMA Mid Cap Growth	A	Dividend	L	T	Sold (part)	04/15	K	C	
82. Washington Mutual	A	Dividend	J	T	Buy (add'l)	07/18	J		
83. Greenspan-Baylson Partnership	A	Int./Div.	K	U					
84. LSI Logic		None	J	T					
85. Nortel		None	J	T					

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86. Taro		None	J	T					
87. Teva	A	Dividend	K	T					
88. BB Partnership		None	K	W					
89. Zabecor		None	K	W					
90. Planet Data Acq.		None	K	W					
91. Planet Data Acq. Note Receivable		None			Matured	01/01			
92. Schwab Adv Cash Reserve - Brokerage #1	A	Dividend	J	T					
93. DFA Emerging Mkts - Brokerage #1		None			Sold	01/14	J	C	
94. DFA Intl Small Value - Brokerage #1		None			Sold	01/14	J	A	
95. DFA Tax Mgd Intl Value - Brokerage #1	A	Dividend			Sold (part)	01/14	J	A	
96.					Sold	04/29	J	A	
97. DFA Tax Mgd US Small - Brokerage #1	A	Dividend			Sold (part)	01/14	J	A	
98.					Sold	04/29	J	A	
99. DFA US Micro - Brokerage #1	A	Dividend			Sold (part)	01/14	J	A	
100.					Sold	09/10	J	A	
101. First Eagle Overseas - Brokerage #1		None			Sold (part)	01/14	J	A	
102.					Sold	09/10	J	A	

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103. Hotchkis & Wiley Core Value - Brokerage #1		None			Sold (part)	03/05	K	A	
104.					Sold (part)	04/29	J	A	
105.					Sold	09/10	J	A	
106. Janus Overseas - Brokerage #1		None			Sold (part)	01/14	J	B	
107.					Sold	09/10	J	A	
108. Royce Value Plus - Brokerage #1		None			Sold (part)	01/14	J	A	
109.					Sold	09/10	J	A	
110. Schroder Short-Term Muni - Brokerage #1	A	Dividend			Sold (part)	01/02	K	A	
111.					Sold	01/14	K	A	
112. Thornburg Intl Value - Brokerage #1	A	Dividend			Sold (part)	03/05	J	A	
113.					Sold (part)	04/29	J	A	
114.					Sold	09/10	J	A	
115. Westcore Intl Frontier - Brokerage #1		None			Sold (part)	04/29	J	A	
116.					Sold	09/10	J	A	
117. Schwab Adv Cash Reserve - IRA #1	B	Dividend	K	T					
118. Schwab Value Advantage - IRA #1	D	Dividend	N	T	Buy (add'l)	02/01	J		
119. DFA One Year Fixed Income - IRA #1	D	Dividend	N	T					

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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

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) Amount 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, redemption)	(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

120. Adams Harkness Small Cap Growth - IRA #1	B	Dividend	K	T					
121. Brandywine Fund - IRA #1	A	Dividend	L	T					
122. DFA Emerging Mkts - IRA #1	B	Dividend	L	T					
123. DFA Intl Small Value - IRA #1	B	Dividend	K	T	Sold (part)	02/01	L	A	
124. Third Ave Intl Value - IRA #1	A	Dividend	K	T	Buy	02/01	L		
125. DFA Intl Value - IRA #1	D	Dividend	L	T					
126. DFA US Large Value - IRA #1	B	Dividend	L	T					
127. DFA US Small Value - IRA #1	B	Dividend	L	T					
128. DFA US Micro - IRA #1	A	Dividend	K	T					
129. Dodge & Cox Stock - IRA #1	C	Dividend	K	T					
130. First Eagle Overseas - IRA #1	D	Dividend	L	T					
131. Hotchkis & Wiley Large Value - IRA #1	B	Dividend	L	T					
132. Janus Mid Cap Value - IRA #1	C	Dividend	K	T					
133. Hotchkis & Wiley Mid Value - IRA #1	A	Dividend	L	T					
134. Janus Overseas - IRA #1	C	Dividend	L	T					
135. Morgan Stanley Emerging Mkts - IRA #1	C	Dividend	K	T					
136. Morgan Stanley Intl Eqty Fund - IRA #1	D	Dividend	M	T					

1. Income Gain Codes:

(See Columns B1 and D4)

A = \$1,000 or less

F = \$50,001 - \$100,000

B = \$1,001 - \$2,500

G = \$100,001 - \$1,000,000

C = \$2,501 - \$5,000

H1 = \$1,000,001 - \$5,000,000

D = \$5,001 - \$15,000

H2 = More than \$5,000,000

E = \$15,001 - \$50,000

2. Value Codes

(See Columns C1 and D3)

J = \$15,000 or less

N = \$250,001 - \$500,000

K = \$15,001 - \$50,000

O = \$500,001 - \$1,000,000

L = \$50,001 - \$100,000

P1 = \$1,000,001 - \$5,000,000

M = \$100,001 - \$250,000

P2 = \$5,000,001 - \$25,000,000

P3 = \$25,000,001 - \$50,000,000

P4 = More than \$50,000,000

3. Value Method Codes

(See Column C2)

Q = Appraisal

U = Book Value

R = Cost (Real Estate Only)

V = Other

S = Assessment

W = Estimated

T = Cash Market

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Name of Person Reporting

Baylson, Michael M.

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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

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) Amount 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, redemption)	(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

137. NB Fasciano - IRA #1	C	Dividend			Sold	10/30	L	A	
138. Turner Small Cap Equity - IRA #1	A	Dividend	K	T	Buy	10/30	L		
139. Royce Opportunity - IRA #1	B	Dividend	K	T					
140. Royce Value Plus - IRA #1	A	Dividend	K	T					
141. Thornburg Intl Value - IRA #1	A	Dividend	K	T					
142. Janus Fund - IRA #1	A	Dividend	L	T					
143. Turner Core Growth - IRA #1	A	Dividend	L	T					
144. Westcore Intl Frontier - IRA #1	A	Dividend	K	T					
145. Westcore Mid Cap Value - IRA #1	B	Dividend	L	T					
146. Westcore MIDCO Growth - IRA #1	C	Dividend	L	T					
147. William Blair Intl Growth - IRA #1	B	Dividend	L	T					
148. William Blair Intl Small Cap Growth - IRA #1	A	Dividend	J	T					
149. William Blair Large Cap Growth - IRA #1	A	Dividend	L	T					
150. Schwab Adv Cash Reserve - IRA #2	A	Dividend	K	T					
151. Schwab Value Advantage - IRA #2	D	Dividend	M	T	Sold (part)	10/08	K	A	
152. DFA One Year Fixed Income - IRA #2	D	Dividend	N	T	Sold (part)	10/08	K	A	
153. Adams Harkness Small Cap Growth - IRA #2	B	Dividend	K	T					

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000 J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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Name of Person Reporting

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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

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) Amount 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, redemption)	(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
154. Brandywine Fund - IRA #2	A	Dividend	L	T					
155. DFA Emerging Mkts - IRA #2	B	Dividend	K	T					
156. DFA Intl Small Value - IRA #2	B	Dividend	K	T	Sold (part)	02/01	L	B	
157. Third Ave Intl Value - IRA #2	A	Dividend	K	T	Buy	02/01	L		
158. DFA Intl Value - IRA #2	C	Dividend	L	T	Buy (add'l)	10/08	J		
159. DFA US Large Value - IRA #2	B	Dividend	L	T					
160. DFA US Small Value - IRA #2	B	Dividend	K	T					
161. DFA US Micro - IRA #2	A	Dividend	K	T					
162. First Eagle Overseas - IRA #2	C	Dividend	L	T					
163. Hotchkis & Wiley Core Value - IRA #2		None			Sold	02/01	L		
164. Hotchkis & Wiley Large Value - IRA #2	B	Dividend	L	T	Buy	02/01	L		
165. Janus Mid Cap Value - IRA #2	A	Dividend	K	T					
166. Hotchkis & Wiley Mid Value - IRA #2	C	Dividend	L	T	Buy (add'l)	10/08	J		
167. Janus Overseas - IRA #2	C	Dividend	L	T					
168. Morgan Stanley Emerging Mkts - IRA #2	D	Dividend	K	T	Buy (add'l)	10/08	J		
169. Morgan Stanley Intl Eqty Fund - IRA #2	D	Dividend	L	T					
170. Sound Shore - IRA #2	A	Dividend	K	T					

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000 J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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Name of Person Reporting

Baylson, Michael M.

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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

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) Amount 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, redemption)	(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

171. NB Fasciano - IRA #2	C	Dividend			Sold	10/30	K	A	
172. Turner Small Cap Equity - IRA #2	A	Dividend	K	T	Buy	10/30	K		
173. Royce Opportunity - IRA #2	B	Dividend	K	T					
174. Royce Value Plus - IRA #2	A	Dividend	K	T					
175. Thornburg Intl Value - IRA #2	A	Dividend	K	T	Buy (add'l)	10/08	J		
176. Turner Core Growth - IRA #2	A	Dividend	L	T					
177. Janus Fund - IRA #2	A	Dividend	L	T	Buy (add'l)	10/08	J		
178. Westcore Intl Frontier - IRA #2	A	Dividend	K	T					
179. Westcore Mid Cap Value - IRA #2	A	Dividend	L	T					
180. Westcore MIDCO Growth - IRA #2	C	Dividend	L	T	Buy (add'l)	10/08	J		
181. William Blair Intl Growth - IRA #2	A	Dividend	K	T					
182. William Blair Intl Small Cap Growth - IRA #2	D	Dividend	K	T	Buy (add'l)	10/08	J		
183. William Blair Large Cap Growth - IRA #2	A	Dividend	K	T					
184. Idearc Inc.		None	J	T					
185. AXA	A	Dividend			Sold	02/13	J	A	
186. MSIF Global Real Estate	A	Dividend	K	T	Sold (part)	04/15	J	A	
187. MSIF Systematic Active Small	A	Dividend	K	T					

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000 J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	
3. Value Method Codes (See Column C2)					

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Name of Person Reporting

Baylson, Michael M.

Date of Report

06/09/2009

VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

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) Amount 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, redemption)	(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)

188. MSIF Active Intl Allocation	C	Dividend	K	T	Sold (part)	03/19	K	A	
189.					Sold (part)	04/15	K	A	
190. MSIF Emerging Mkts	A	Dividend	K	T	Sold (part)	04/15	J	A	
191. MSIF International Magnum	A	Dividend	K	T	Sold (part)	11/26	J	A	
192. Progenics Pharmaceuticals		None	K	T	Buy	01/14	K		
193.					Buy (add'l)	02/15	K		
194.					Buy (add'l)	04/28	K		
195.					Buy (add'l)	10/06	J		
196.					Buy (add'l)	10/10	J		
197.					Buy (add'l)	10/28	J		
198.					Buy (add'l)	10/30	J		
199.					Buy (add'l)	11/26	J		
200.					Buy (add'l)	12/01	J		
201.					Sold (part)	12/23	J		
202.					Sold (part)	12/24	J		
203.					Sold (part)	12/26	J		
204. Opko Health Inc.		None	J	T	Buy (add'l)	03/25	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

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Baylson, Michael M.

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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

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205.					Buy (add'l)	06/04	J		
206.					Buy (add'l)	07/10	J		
207. Citigroup Inc.	A	Dividend	K	T	Buy (add'l)	01/23	J		
208.					Buy (add'l)	07/10	J		
209.					Buy (add'l)	09/15	J		
210.					Buy (add'l)	09/18	J		
211.					Buy (add'l)	10/10	J		
212.					Buy (add'l)	11/26	J		
213. Pep Boys	A	Dividend	J	T	Buy (add'l)	01/04	J		
214.					Buy (add'l)	01/14	J		
215. Rental Property; Philadelphia, PA	E	Rent	O	W					
216. Columbia Labs		None	J	T	Buy	02/15	J		
217.					Buy (add'l)	10/10	J		
218.					Buy (add'l)	10/13	J		
219. Entercom Communications Corp.		None	J	T	Buy	12/10	J		
220. Unisys Corp.		None	J	T	Buy	02/12	J		
221.					Buy (add'l)	02/13	J		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

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Name of Person Reporting

Baylson, Michael M.

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VII. INVESTMENTS and TRUSTS – income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)☐ NONE (No reportable income, assets, or transactions.)

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) Amount 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, redemption)	(2) Date Month - Day	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
222.					Buy (add'l)	10/31	J		
223.					Buy (add'l)	11/26	J		
224. LLR Equity Partners Parallel III	A	Interest	J	U	Buy	03/28	K		

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000 J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000 K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000 L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000 M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	E = \$15,001 - \$50,000
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3. Value Method Codes (See Column C2)					

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

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Name of Person Reporting

Baylson, Michael M.

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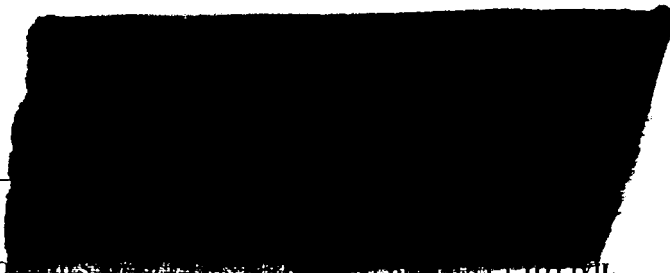
06/09/2009

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 MISREPRESENTS INFORMATION 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