AO 10
Rev. 1/2012

FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2011

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)	2. Court or Organization	3. Date of Report
ROSENTHAL, LEE H.	U.S.D.C.-S.D.TX	08/10/2012
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time)	**5a. Report Type (check appropriate type)**	**6. Reporting Period**
U.S.DISTRICT JUDGE-ACTIVE	☐ Nomination Date ☐ Initial ☑ Annual ☐ Final **5b.** ☐ Amended Report	01/01/2011 to 12/31/2011
7. Chambers or Office Address		
515 RUSK ROOM 11535 HOUSTON, TEXAS 77002		

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. Insert signature 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.	MEMBER, BOARD OF TRUSTEES	THE KINKAID SCHOOL
2.	MEMBER, BOARD OF OVERSEERS	THE RAND INSTITUTE FOR CIVIL JUSTICE
3.	MEMBER, BOARD OF TRUSTEES	RICE UNIVERSITY
4.	MEMBER, BOARD OF TRUSTEES	CENTER FOR AMERICAN AND INTERNATIONAL LAW
5.		

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

☑ NONE *(No reportable agreements.)*

	DATE	PARTIES AND TERMS
1.		
2.		
3.		

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.)*

	DATE	SOURCE AND TYPE	INCOME (yours, not spouse's)
1.	2011	LSU Law Foundation	$8,764.00
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.)*

	DATE	SOURCE AND TYPE
1.	2011	OIL STATES INTERNATIONAL, INC.: DIRECTOR'S FEES
2.	2011	THE STERLING GROUP LP AND RELATED ENTITIES: PARTNER DISTRIBUTION
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.)*

	SOURCE	DATES	LOCATION	PURPOSE	ITEMS PAID OR PROVIDED
1.	AMERICAN LAW INSTITUTE	JANUARY 19-21, 2011	PHILADELPHIA, PA	COUNCIL MEETING	AIRFARE, HOTEL & GROUND TRANSPORTATION
2.	HARVARD/LEWIS & CLARK	FEBRUARY 26-27, 2011	CAMBRIDGE, MA	MOOT COURT PANELIST	GROUND TRANSPORTATION
3.	UNIVERSITY OF TEXAS	MARCH 1, 2011	AUSTIN, TX	SPEAKER	AIRFARE, MEALS & GROUND TRANSPORTATION
4.	AMERICAN BAR ASSOCIATION	APRIL 9, 2011	NEW ORLEANS, LA	SPEAKER	AIRFARE & GROUND TRANSPORTATION
5.	UNIVERSITY OF ILLINOIS	APRIL 13-14, 2011	CHAMPAIGN, IL	MOOT COURT PANELIST	AIRFARE & GROUND TRANSPORTATION

6.	AMERICAN LAW INSTITUTE	JUNE 16, 2011	PHILADELPHIA, PA	ADVISORS MEETING	AIRFARE & GROUND TRANSPORTATION
7.	LSU FOUNDATION	JULY 1-25, 2011	LYON, FRANCE	TEACHER	AIRFARE, HOUSING, TELEPHONE, MEALS & TRANSPORTATION
8.	SEATTLE UNIVERSITY LAW SCHOOL	SEPTEMBER15-17, 2011	SEATTLE, WASHINGTON	PANELIST	MEALS & GROUND TRANSPORTATION
9.	UNIVERSITY OF TEXAS LAW SCHOOL	OCTOBER 5, 2011	AUSTIN, TX	SPEAKER	AIRFARE & GROUND TRANSPORTATION
10.	SEDONA CONFERENCE	OCTOBER 6-7, 2011	AUSTIN, TX	SPEAKER	AIRFARE, HOTEL, MEALS & GROUND TRANSPORTATION
11.	AMERICAN LAW INSTITUTE	OCTOBER 20-21, 2011	NEW YORK, NY	COUNCIL MEETING	AIRFARE & GROUND TRANSPORTATION
12.	IAALS AT THE UNIVERSITY OF DENVER	OCTOBER 27-28, 2011	DENVER, CO	AWARD RECIPIENT	GROUND TRANSPORTATION
13.	DUKE UNIVERSITY	OCTOBER 21-22, 2011	DURHAM, NC	BOARD MEETING	AIRFARE, HOTEL & GROUND TRANSPORTATION
14.	GEORGETOWN UNIVERSITY	NOVEMBER 16-18, 2011	WASHINGTON, DC	PANELIST	AIRFARE, MEALS & GROUND TRANSPORTATION
15.	PA ASSOC. OF CRIMINAL DEFENSE LAWYERS	NOVEMBER 18-29, 2011	PHILDELPHIA, PA	PANELIST	AIRFARE, MOTEL, GROUND TRANSPORTATION & MISC.
16.	STANFORD LAW SCHOOL/UNIVERSITY OF OXFORD	DECEMBER 5-11, 2011	THE HAGUE	PANELIST	AIRFARE, MEALS & GROUND TRANSPORTATION

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V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing Instructions.)*

☑ NONE *(No reportable gifts.)*

	SOURCE	DESCRIPTION	VALUE
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.)*

	CREDITOR	DESCRIPTION	VALUE CODE
1.			
2.			
3.			
4.			
5.			

FINANCIAL DISCLOSURE REPORT (cont'd)

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Lee H. Rosenthal	8/10/2012

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)			
Amegy Bank Account	B	int	K	T					
Arkansas St College 0.00% due 6/1/15		None	N	T					
Austin TX Wtr 5.00% due 5/15/35	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	E	int	N	T					
Brazos Cty, TX 5.00% due 9/1/25	D	int	N	T					
Chicago Brd Ed 0.00% due 12/1/19		None	L	T					
Clackamas OR Cmty Col 5.25% due 6/15/11	D	int			redemption	6/15	N		
College Station ISD 4.6250% due 9/15/20	D	int	N	T					
Dallas, TX 5.00% due 2/15/24	D	int	N	T					
Denton, TX ISD 0.00% due 8/15/23		None	N	T					
District Columbia 5.00% due 6/1/17	E	int	N	T					
Ft. Bend TX ISD 0.00% due 8/15/15		None	M	T					
Grand Prairie, TX ISD 0.00% due 8/15/33		None	M	T					
Grapevine-Colleyville ISD 0.00% due 8/15/23		None	M	T					
Harris Cty, TX, 3.25% due 10/1/12	D	int	N	T					
Harris Cty, TX, 5.75% due 10/1/14	E	int	N	T					
Harris Cty, TX, 5.00% due 10/1/19	D	int	N	T					
Harris Cty, TX, 5.75% due 10/1/20	D	int	N	T					
Houston, TX ISD 5.00% due 2/15/22	D	int	N	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=More than $5,000,000

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.

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Houston, TX Wtr-Swr 5.50% due 12/1/11	E	int			redemption	6/15	O		
Houston, TX Wtr-Swr 5.00% due 12/1/30	E	int	O	T					
Houston, TX Pub Impt 5.375% due 3/1/15	D	int	M	T					
Houston, TX Pub Impt 5.00% due 3/1/20	E	int	O	T					
Laredo TX ISD 0.00% due 08/01/23		None	M	T					
Leander TX ISD 0.00% due 8/15/20		None	N	T					
Leander TX ISD 0.00% due 8/15/21 (12)		None	M	T					
Leander TX ISD 0.00% due 8/15/22		None	M	T					
Leander TX ISD 0.00% due 8/15/23		None	N	T					
Leander TX ISD 0.00% due 8/15/25		None	N	T					
Lewisville TX ISD 0.00% due 8/15/21		None	O	T					
Massachusetts St. Ons 5.25% due 11/1/30	E	int	O	T					
Massachusetts St Spl Obg 5.00% due 6/1/21	D	int	N	T					
Mesquite TX ISD 0.00% due 8/15/32		None	N	T					
Midlothian TX ISD 0.00% due 2/15/22		None	N	T					
New Haven, MI Schs 5.25% due 5/1/22	E	int	O	T					
Northwest, TX ISD 5.00% due 2/15/16	D	int	M	T					
Plano TX 5.00% due 9/1/18	D	int			redeemed	9/1	M	A	
Royse City, TX ISD 0.00% due 8/15/25		None	N	T					
Schertz-Cibolo-Unvl City, TX 0.00% due 2/1/24		None	M	T					

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Schertz-Cibolo-Unvl City, TX 0.00% due 2/1/25		None	N	T					
Snohomish Cty WA ISD 5.25% due 12/1/24	D	int	N	T					
St of Florida 6.375% due 7/1/12	E	int	O	T					
St of Illinois 5.00% due 6/1/22	D	int	M	T					
St of Washington BO 0.00% due 12/01/21		None	O	T					
Texarkana, TX ISD 0.00% due 2/15/26		None	M	T					
TX Water Dev 5.00% due 10/1/23	D	int	M	T					
University TX Univ 5.25% due 7/1/21	E	int	O	T					
University TX Univ 4.50% due 7/1/33		None	M	T	buy	12/15	M		
Weatherford, TX ISD 0.00% due 2/15/28		None			redeemed	2/15	M	A	
Wylie, TX ISD 0.00% due 8/15/17		None	M	T					
Wylie, TX ISD 0.00% due 8/15/19		None	N	T					
Wylie, TX ISD 0.00% due 8/15/23		None	M	T					
JP Morgan Chase-Checking		None	J	T					
HSA Bank	A	int	K	T					
Merrill Lynch Reserves (SP)	A	int	J	T					
American Express Bank, FSB	E	int	P1	T					
AIF V Private Investors LLC		(1)	L	U(1)	sell	(1)	J		
AIF VI Private Investors LLC		(1)	O	U(1)	sell	(1)	K		
AIF VII Private Investors LLC		(1)	N	U(1)	buy	(1)	L		

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APAX Europe VII Private Investors, LLC		(1)	N	U(1)	sell	(1)	J		
Atlantic Trust Company, N.A.	A	div	J	T					
Avalon Advisors, L.P.		(1)			final sell	(1)	M		The Carlyle Group, L.P.
Blackstone Natural Resources I, LP		(1)	N	U(1)	sell	(1)	M		
Blackstone Natural Resources II,LP		(1)	M	U(1)	sell	(1)	K		
Blackstone Natural Resources III,LP		(1)	N	U(1)	sell	(1)	K		
Blackstone Hatfield Royalty, L.P.		(1)	L	U(1)	sell	(1)	J		
Blackstone Ivory Working Interests, LP		(1)	M	U(1)	sell	(1) (b)	M		
Blackstone Overline Acquistion, L.P.		(1)	L	U(1)	sell	(1)	K		
Blackstone Ivory Acquisition Partners, L.P. (direct)		(1) (b)	(1) (b)		(1) (b)	(1) (b)			
Blackstone O'Connell Partners, LP		(1)	L	U(1)	sell	(1)	J		
Blackstone Raptor, L.P.		(1)	N	U(1)	sell	(1)	K		
Arrowhead Research Corp		None	(11)	(11)					
Brand Energy-Common		None	M	U(1)	buy	6/1	M		
Buckeye Partners, LP		(1)			distribution	1/11	J		distribution from First Reserve XI
					final sell	(1)	J		
Carlyle Asia Partners II		(1)	O	U(1)	sell	(1)	M		
Carlyle Japan International Partners II, L.P.		(1)	L	U(1)	buy	(1)	K		

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CIE-Common		None	M	T	buy	7/1	M		
					partial buy	8/9	K		
					partial buy	8/12	K		
					partial buy	8/16	J		
					partial buy	8/16	J		
					partial sell	8/10	L		
					partial buy	8/23	J		
CJIP II Limited, L.P.		(1)	K	U(1)	buy	(1)	K		
CD&R Fund VII Private Investors, LLC		(1)	O	U(1)	sell	(1)	M		
CB-Common	B	div			sell	1/24	M	C	
Emerald Marina Bay		(1)	M	U(1)					
Emerald Cambridge		(1)	J	U(1)					
Emerald Marina Cove		(1)	J	U(1)					
Emerald Marina Shores		(1)	J	U(1)					
Energy Capital Investors Fund, LLC		(1)	M	U(1)	buy	(1)	K		
EOG-Common		None			buy	8/19	L		
					partial buy	8/23	K		
					partial buy	8/29	K		
					sell	9/6	L		
EQIX-Common		None			sell	1/28	M	F	

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FAIRX-Common		None			partial sell	4/28	M	A	
					sell	10/31	L		
FDC Group McKinney, Ltd		(1)	M	U(1)	buy	(1)	L		
First Reserve Fund XI, L.P.		(1)			final sell	3/31	N		Amberbook V LLC
First Reserve Fund XII, L.P.		(1)			final sell	3/31	M		Amberbook V LLC
Goldman Sachs Bank	A	int/div	K	T					
Goldman Mt. Kellett		(1)	O	U(1)	buy	(1)	O		
Goldman Mt. Kellett II		(1)	N	U(1)	buy	(1)	N		
Hawkins Investment Partnership		(1)	P2	U(1)	buy	(1)	O		
HCI Investment LLC		(1)	J	U(1)					
HDV-ETF	C	int/div	N	T	buy	4/28	M		
					partial buy	8/30	L		
Heaney Rosenthal Inc.		(1)	J	U(1)	partial buy	6/20	J		
					partial buy	12/15	K		
HMTF Europe Private Fund		(1)	J	U(1)					
HMTF Fund IV		(1)	K	U(1)	sell	(1)	K		
INTC-Common		None			sell	1/10	M		
IXC-Common	E	div	O	T					
IYK-Common	E	div	P1	T	partial buy	8/30	N		
					partial sell	10/31	N	D	

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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)	(4)	(5)
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)	Value Code 2 (J-P)	Gain Code 1 (A-H)	Identity of buyer/seller (if private transaction)
JPMorgan Chase Investment Account	A	int	M	T					
KKR 2006 Private Investors, LLC		(1) (a)	(1) (a)	(1) (a)					
KMI-Common	B	div	M	T	buy	10/13	M		
Merrill Lynch Reserves (CMA)	D	int/div	O	T					
NOA-Common		None	L	T					
Neffis Holdings, LLC		(1)			final K-1	(1)	J		
NSRGY ADR		None			sell	1/24	N	C	
NTRS-Common	B	div			partial sell	1/24	N	D	
					partial buy	8/19	L		
					partial buy	8/23	K		
					sell	9/6	L		
OIS-Restricted Stock		None	(9)	(9)					
OIS-Common		None	P1	T	partial buy	9/6	M		
					partial buy	9/13	K		
					partial buy	9/22	L		
PEP-Common	B	div			sell	1/24	M	D	
PG-Common	B	div			sell	1/24	M	D	
Platform Partners, LLC		(1)	O	U(1)	buy	(1)	K		
SCFIV-3i, L.P.					Partnership wound up in 2010				
SCF-V, L.P.		(1)	L	U(1)	buy	(1)	J		

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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)
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)			
SCF-VI, L.P.		(1)	N	U(1)	buy	(1)	J		
SCF-VI Offshore, L.P. (12)		(1)	K	U(1)	sell	(1)	N		
SCF-VII, L.P.		(1)	N	U(1)	buy	(1)	M		
Seminole		(1)	L	U(1)	buy	(1)	J		
SJKI-Common		None	L	T					
SRE Properties, LP		(1)	J	U(1)	sell	(1)	J		
Sterling Group Partners I, LP #1		(1)	N	U(1)					
Sterling Group, LP		(1)	L	U(1)	partial sell	(1)	L		
Sterling Group Investments, LLC		(1)	K	U(1)					
Sterling Group GP LLC		(1)	J	U(1)					
Sterling Group Management, LP		(1)	P1	U(1)	partial sell	(1)	N		
Sterling Group Investor Partners II, LP		(1)	M	U(1)					
Sterling: Velcon		See Sterling: Velcon on Page 13			partial buy	3/24	L		
Sterling: BTEC		See Sterling: BTEC on Page 13			partial sell	4/6	J		
Sterling: CST		See Sterling: CST on Page 13			partial buy	12/15	L		
Sterling Group Partners II GP, LP		(1)	M	U(1)					
Sterling: Velcon		See Sterling: Velcon on Page 13			partial buy	3/24	J		
Sterling: BTEC		See Sterling: BTEC on Page 13			partial sell	4/6	J		
Sterling: CST		See Sterling: CST on Page 13			partial buy	12/15	J		
Sterling Group Management III, LP		(1)	K	U(1)	partial sell	(1)	P1		

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Name of Person Reporting	Date of Report
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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)		(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)			
Sterling Group Investor Partners III, LP		(1)	N	U(1)					
Sterling: Liqui-Box					buy	12/15	M		
Sterling Group Partners III GP, LP		(1)	L	U(1)					
Sterling: Liqui-Box					buy	12/15	K		
Sterling Group Investor Partners III(AIV), L.P.		(1)	M	U(1)					
Sterling: Stackpole					buy	7/25	N		
Sterling Group Partners III (AIV GP), L.P.		(1)	K	U(1)					
Sterling: Stackpole					buy	7/25	L		
Sterling Group Partners (AIV GP), Ltd.		(1)	J	U(1)					
Sterling: Stackpole					buy	7/25	J		
Sterling: Panolam		(1)	J	U(1)					
Sterling: CST Industries		(1)	L	U(1)					
Sterling: RSG		(1)	O	U(1)					
Sterling: Hudson Products	Y								
Sterling: Universal Fibers		(1)	N	U(1)					
Sterling: BTEC		(1)	K	U(1)					
Sterling: Velcon		(1)	M	U(1)					
Sterling: B&G		(1)	L	U(1)					
Sterling: Express		(1)	M	U(1)					
Sterling: Saxco		(1)	N	U(1)					

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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
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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.	Amt. Code 1 (A-H)	Type (e.g., div., rent or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)		(2)			
Sterling: Stackpole		(1)	N	U(1)					
Sterling: Liqui-Box		(1)	M	U(1)					
The Sterling Group, L.P. 401(k):FA Stable Value	A	div/int	M	T					
Sternhill Affiliates I, LP		(1)	J	U(1)	sell	(1)	J		
Sternhill Partners I, LP		(1)	J	U(1)	sell	(1)	K		
CapStreet II, LP		(1)	J	U(1)	sell	(1)	K		
CapStreet Parallel II, LP		(1)	J	U(1)	sell	(1)	K		
JP Morgan Chase-Checking, Houston, TX		None	J	T					
JP Morgan Chase-Checking, Houston, TX-S		None	K	T					
TROW-Common	D	div	M	T					
VIG-ETF	D	div			partial buy	1/24	O		
					partial sell	1/28	L		
					partial buy	3/21	M		
					partial sell	8/30	N		
					sell	10/13	N		
VMSXX-Mutual Fund	A	div/int	J	T					
VTCLX-Mutual Fund	A	div/int			partial sell	8/30	N	G	
					partial sell	8/31	N	G	
					sell	10/3	N	G	
VUSXX-Mutual Fund	A	div/int	J	T					

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VII. INVESTMENTS AND TRUSTS -- income, value, transactions.
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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)
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VLCAX-Mutual Fund	B	div/int			partial sell	2/22	M	E	
					sell	8/31	M	E	
VWIUX-Mutual Fund	B	div/int			buy	2/28	O		
					partial sell	3/11	N		
					sell	3/21	N	A	
WIFI-Common		None	K	T	distribution	12/7	J		Distribution from Sternhill Partners
					distribution	12/7	J		Distributions from Sternhill Affiliates
					partial sell	12/21	J	D	
WLR Recovery IV Investors, LLC		(1)	M	U(1)	buy	(1)	K		
XLP-ETF	C	div	N	T	buy	10/3	N		
					partial buy	10/13	L		
Certain LLC 1/18		(1)	J	U(1)	partial buy	(1)	J		
Certain Limited Partners 1/39		(1)	K	U(1)	partial buy	(1)	J		
Certain Limited Partners 2/54									
- Elliott Associates, L.P.		(1)	P1	U(1)	buy	(1)	P1		
- West Cam, L.P.		(1)	J	U(1)	sell	(1)	M		
- MP GEO, LLC		(1)	J	U(1)	sell	(1)	L		
- Midland Basin GEO, LLC		(1)	L	U(1)	buy	(1)	L		

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Certain LLC 2/54									
- Elliott Associates, L.P.		(1)	L	U(1)	buy	(1)	L		
- West Cam, L.P.		(1)	J	U(1)	sell	(1)	J		
- MP GEO, LLC		(1)	J	U(1)	sell	(1)	J		
- Midland Basin GEO, LLC		(1)	J	U(1)	buy	(1)	J		
IRA #1 (2)	B	div/int	P1	T/U					
US Treasury Zero% Obligations									
Merrill Lynch Cash Reserves									
Amegy Bank Account									
VUSXX-Mutual Fund									
IRA #2 (2)	E	div/int	P2	T/U					
Merrill Lynch Cash Reserves									
US Treasury Zero% Obligations									
US Treas 2.375% due 11/15/17									
Amegy Bank Account									
CB-Common Stock					sell	2/7	M	E	
DEO-Common Stock					sell	2/7	N	G	
FAIRX-Mutual Fund					partial sell	4/29	M	B	
GS Liberty Harbor									
Hawkins Investment Partnership, L.P.									

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HDV-ETF					buy	4/28	M		
SJKI-Common Stock									
VUSXX-Mutual Fund									
VMMXX-Mutual Fund									
VMSXX-Mutual Fund					buy	10/21	N		
WRI-Investors Shares					sell	4/4	M		
VIG-ETF					partial buy	2/7	O		
					partial buy	4/4	M		
					partial sell	4/4	M		
The F Trust (2)	D	div	N	V					
- John Hancock Life Policy Equity Income									
- ING/Security Life Policy AIM VI Core Equity									
- Prudential Life Paid Up Policy									
The XYZ Trust (2)	F	div/int/royalt	P2	T/U					
- AIF V Private Investors LLC					sell	(1)	J		
- AIF VI Private Investors LLC					sell	(1)	K		
- AIF VII Private Investors LLC					buy	(1)	K		
- Atlantic Trust Company, N.A.									
- Avalon Advisors, L.P.					final sell	(1)	L		The Carlyle Group, L.P.
- Arrowhead Research Corp									
- Brand Energy-Common					buy	6/11	L		

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- Buckeye Partners, L.P.					distribution	1/11	J		distribution from First Reserve XI
					final sell	(1)	J		
- Carlyle Asia Partners II					sell	(1)	M		
- CD&R Fund VII Private Investors, LLC					sell	(1)	L		
- CIE-Common					buy	8/15	K		
					partial buy	8/24	J		
- Emerald Cambridge LLC									
- Emerald Marina Cove LLC									
- Emerald Marina Shores LLC									
- Energy Capital Investors Fund, LLC					buy	(1)	J		
- EQIX-Common					sell	4/5	K	E	
- FDC Group McKinney, Ltd.					buy	(1)	L		
- First Reserve Fund XI, L.P.					final sell	3/31	M		Amberbook V LLC
- First Reserve Fund XII, L.P.					final sell	3/31	M		Amberbook V LLC
- Goldman Sachs Bank Acct									
- Goldman Sachs KMI Investors, L.P.					sell	(1)	N		
- Goldman Mt. Kellett					buy	(1)	L		
- Goldman Mt. Kellett II					buy	(1)	M		
- Hawkins Investment Partnership, L.P.									
- HMTF Fund IV					sell	(1)	K		

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- HMTF Europe Private Fund									
- IYK									
- JPMorgan Chase Investment Account									
- KKR 2006 Private Investors, LLC					buy	(1)	M		
- Merrill Lynch Reserves									
- Neffis Holdings, Inc.					final K-1	(1)	J		
- Platform Partners LLC					sell	(1)	K		
- SCF-IV-3I, L.P.					Partnership wound up in 2010				
- SCF V, L.P.					buy	(1)	J		
- SCF VI, L.P.					buy	(1)	J		
- SCF-VI Offshore (12)					sell	(1)	M		
- SCF VII, L.P.					buy	(1)	L		
- Seminole					buy	(1)	J		
- Sterling Group Partners I, L.P.									
- Sterling Group Partners III GP, LP									
- Sterling Group Investor Partners III LP					partial buy	(1)	L		
- Sterling Group Investor Partners III (AIV), L.P.					buy	(1)	M		
- Sternhill Partners I, LP					sell	(1)	K		
- Sternhill Affiliates I, LP					sell	(1)	J		
- SJKI-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=More than $5,000,000

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	Date of Report
Lee H. Rosenthal	8/10/2012

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, redemption)	If not exempt from disclosure			
Place "(X)" after each asset exempt from prior disclosure.	(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)		(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)
- SRE Properties, LP					sell	(1)	J		
- CapStreet II, LP					sell	(1)	J		
- CapStreet Parallel II, LP					sell	(1)	K		
- Certain Limited Partners 1/39					buy	(1)	J		
- Certain Limited Partners 2/54									
- Elliott Associates, L.P.					buy	(1)	P1		
- West Cam, L.P.					sell	(13)	M		
- MP GEO, LLC					sell	(13)	K		
- Midland Basin GEO, LLC					buy	(13)	K		
- VEA					sell	8/31	M	E	
- VUSXX-Mutual Fund									
- VTCLX-Mutual Fund					partial sell	10/31	N	G	
- VMSXX-Mutual Fund									
- VGTSX-Mutual Fund					sell	8/31	M	E	
- WIFI-Common					distribution	12/7	K		Distribution from Sternhill Partners
					distribution	12/7	J		Distribution from Sternhill Affiliates
- WLR Recovery IV Investors, LLC					buy	(1)	K		
The Z Trust (2)	X	A	div/int	P1	T				
- Merrill Lynch CMA									
- Vanguard									

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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	Date of Report
Lee H. Rosenthal	8/10/2012

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			
	(I)	(2)	(1)	(2)		(2) Date: Month-Day	(3)	(4)	(5)
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)	Value Code 2 (J-P)	Gain Code 1 (A-H)	Identity of buyer/seller (if private transaction)
- Sterling Group Management, L.P.									
Sterling: CST Industries					partial buy	12/15	K		
Sterling: RSG									
Sterling: Universal Fibers									
Sterling: Velcon									
Sterling: B&G									
Sterling: Express									
#2 Trust (R8) (2)	D	div/int	P1	T					
- Merrill Lynch Reserves									
- Amegy Bank Account									
- IYK									
- VIG					sell	10/25	M		
- VTCLX-Mutual Fund					partial sell	10/25	P	G	
- VTGLX-Mutual Fund					sell	8/31	L	E	
- VUSXX-Mutual Fund									
- VMSXX-Mutual Fund									
- VWNFX-Mutual Fund					sell	10/25	K	B	
#3 Trust (H8) (2)	D	div/int	O	T					
- Merrill Lynch Reserves									
- XLP-ETF					buy	10/18	L		

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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	Date of Report
Lee H. Rosenthal	8/10/2012

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			
Place "(X)" after each asset exempt from prior disclosure.		(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)		(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)
- VTCLX-Mutual Fund										
- VUSXX-Mutual Fund										
- VMSXX-Mutual Fund										
- VFIAX-Mutual Fund						sell	10/13	M	E	
U.S. Savings Bonds (3)			None	N	T					
VUSXX-Mutual Fund #1		A	div/int	K	T					
VMSXX-Mutual Fund #1		A	div/int	M	T					
VUSXX-Mutual Fund #2	Y									
VMSXX-Mutual Fund #2	Y									
Amegy Bank Account #2	Y									
VUSXX-Mutual Fund #3		A	div/int	J	T					
VMSXX-Mutual Fund #3		A	div/int	J	T					
Amegy Bank Account #3		B	int	M	T					
VUSXX-Mutual Fund #4		A	div/int	J	T					
VMSXX-Mutual Fund #4		A	div/int	J	T					
Amegy Bank Account #4		B	int	M	T					
Merrill Lynch Reserves #1		A	div/int	L	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=More than $5,000,000

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FINANCIAL DISCLOSURE REPORT (cont'd)

Name of Person Reporting	Date of Report
Lee H. Rosenthal	8/10/2012

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)			
Merrill Lynch Reserves #2	Y									
- VEU	Y									
- MGC	Y									
Merrill Lynch Reserves #3		A	div/int	K	T					
Merrill Lynch Reserves #4		A	div/int	K	T					
JPM Chase Checking #3			None	J	T					
JPM Chase Checking #4			None	J	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=More than $5,000,000

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Name of Person Reporting	Date of Report
ROSENTHAL, LEE H.	08/10/2012

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

Name of Person Reporting	Date of Report
ROSENTHAL, LEE H.	08/10/2012

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: **s/ LEE H. ROSENTHAL**

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

Committee on Financial Disclosure
Administrative Office of the United States Courts
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