

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation
Note The organization may be able to use a copy of this return to satisfy state reporting requirements

2002

For calendar year 2002, or tax year beginning , 2002, and ending

G Check all that apply Initial return Final return Amended return Address change Name change

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

Name of organization
THE PEW MEMORIAL TRUST
THE GLENMEDE TRUST COMPANY, N A 0049-00-1-6

Number and street (or P O box number if mail is not delivered to street address)
1650 MARKET STREET, SUITE 1200

Room/suite
PHILADELPHIA, PA 19103-7391

City or town, state, and ZIP code

A Employer identification number
23-6234669

B Telephone number (see page 10 of the instructions)
(215) 419-6000

C If exemption application is pending check here

D 1 Foreign organizations check here
2 Foreign organizations meeting the 85% test check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A) check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **2,528,091,242**

J Accounting method Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 10 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants received (attach schedule) <input type="checkbox"/> If the foundation is not required to attach Sch B				
	2 Distributions from split-interest trusts				
	3 Interest on savings and temporary cash investments	1,085,841	1,088,514	N/A	
	4 Dividends and interest from securities	56,638,511	60,038,820		
	5a Gross rents				
	b (Net rental income or (loss))				
	6a Net gain or (loss) from sale of assets not on line 10	-37,659,023			
	b Gross sales price for all assets on line 6a	923,127,483			
	7 Capital gain net income (from Part IV line 2)		-0-		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	13,482,163	3,362,571			
12 Total Add lines 1 through 11	33,547,492	64,489,905			
Operating expenses	13 Compensation of officers, directors trustees etc	7,931,999	7,182,301		749,698
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	137,574			137,574
	16a Legal fees (attach schedule)	20,249	NONE	NONE	20,249
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	344,960	344,960		
	17 Interest				
	18 Taxes (attach schedule) (see page 13 of the instructions)	31,091			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	16,967,058			16,967,058
	24 Total operating and administrative expenses Add lines 13 through 23	25,432,931	7,527,261	NONE	17,874,579
	25 Contributions, gifts, grants paid	158,224,714			160,093,489
26 Total expenses and disbursements. Add lines 24 and 25	183,657,645	7,527,261	NONE	177,968,068	
27 Subtract line 26 from line 12	-150,110,153				
8 Excess of revenue over expenses and disbursements		56,962,644			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,488,639	1,750,771	1,750,771
	2 Savings and temporary cash investments	34,067,976	94,670,882	94,670,882
	3 Accounts receivable UNSETTLED TRADE			
	Less allowance for doubtful accounts	189,469	11,495,648	11,495,648
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments, land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)	2,764,287,252	2,584,759,370	2,376,288,317	
14 Land, buildings and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe PROGRAM RELATED INVESTMENTS)	46,766,953	43,885,624	43,885,624	
16 Total assets (to be completed by all filers - see page 16 of the instructions. Also, see page 1, item I)	2,847,800,289	2,736,562,295	2,528,091,242	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe UNSETTLED TRADE)	476,003	44,964,250	
23 Total liabilities (add lines 17 through 22)	476,003	44,964,250		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here and complete lines 27 through 31 <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,792,598,984	2,641,821,902	
	28 Paid-in or capital surplus or land, bldg. and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	54,725,302	49,776,143		
30 Total net assets or fund balances (see page 16 of the instructions)	2,847,324,286	2,691,598,045		
31 Total liabilities and net assets/fund balances (see page 16 of the instructions)	2,847,800,289	2,736,562,295		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,847,324,286
2 Enter amount from Part I, line 27a	2	-150,110,153
3 Other increases not included in line 2 (itemize) SEE SCHEDULE ATTACHED	3	635,939
4 Add lines 1, 2, and 3	4	2,697,850,072
5 Decreases not included in line 2 (itemize) SEE SCHEDULE ATTACHED	5	6,252,027
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,691,598,045

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 855,112,160.		908,586,216.	53,474,056.-
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			53,474,056.-
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	53,474,056.-
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 12 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the organization does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 17 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2001	145,368,996	2,854,416,617	0 05092774304
2000	163,493,057	3,056,966,952	0 05348211465
1999	162,311,044	3,063,680,711	0 05297909910
1998	115,804,832	2,990,089,516	0 03872955354
1997	153,758,640	2,833,131,983	0 05427161210

2 Total of line 1, column (d)	2	0 25039012243
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 05007802449
4 Enter the net value of noncharitable-use assets for 2002 from Part X, line 5	4	2,553,970,788
5 Multiply line 4 by line 3	5	127,897,812
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	569,626
7 Add lines 5 and 6	7	128,467,438
8 Enter qualifying distributions from Part XII, line 4	8	177,968,068

If line 8 is equal to or greater than line 7 check the box in Part VI line 1b and complete that part using a 1% tax rate See the Part VI instructions on page 17

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 17 of the instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	569,626
c	All other domestic organizations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	569,626
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	5	569,626
6	Credits/Payments		
a	2002 estimated tax payments and 2001 overpayment credited to 2002	6a	989,000
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	300,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	1,289,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	719,374
11	Enter the amount of line 10 to be Credited to 2003 estimated tax *SEE ABOVE 475,420 Refunded	11	243,954

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 18 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities</i>		X
c Did the organization file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the organization $\$ -0-$ (2) On organization managers $\$ -0-$		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers $\$ -0-$		
2 Has the organization engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the organization have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the organization have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) \blacktriangleright COMMONWEALTH OF PENNSYLVANIA & WASHINGTON, DC		
b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2002 or the taxable year beginning in 2002 (see instructions for Part XIV on page 25)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address \blacktriangleright N/A	X	
12 The books are in care of \blacktriangleright THE GLENMEDE TRUST CO, N.A. Telephone no \blacktriangleright (215)419-6000 Located at \blacktriangleright 1650 MARKET ST, SUITE 1200, PHILA, PA ZIP+4 \blacktriangleright 19103-7391		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year \blacktriangleright 13		

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

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

		Yes	No
1 a	During the year did the organization (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception: Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1 b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 19 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
1 c	Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2002?		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2002, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2002? If "Yes," list the years	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 19 of the instructions)		N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3 a	Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2002 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C Form 4720, to determine if the organization had excess business holdings in 2002)		N/A
4 a	Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2002?		X
5 a	During the year did the organization pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Provide for any purpose other than religious, charitable, scientific, literary or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c	If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
6 a	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If you answered "Yes" to 6b also file Form 8870		X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 20 of the instructions)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE SCHEDULE ATTACHED		7,931,999	749,698	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 20 of the instructions) If none, enter "NONE"

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
SEE SCHEDULE ATTACHED		792,585	133,039	

Total number of other employees paid over \$50,000 ▶ 54

3 Five highest-paid independent contractors for professional services - (see page 20 of the instructions) If none, enter "NONE"

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE SCHEDULE 1 ATTACHED		1,993,237
SEE SCHEDULE 2 ATTACHED		61,213

Total number of others receiving over \$50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 21 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 21 of the instructions	
3 NONE	
Total Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 21 of the instructions)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	2,592,863,744
b Average of monthly cash balances	1b	
c Fair market value of all other assets (see page 22 of the instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	2,592,863,744
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	NONE
3 Subtract line 2 from line 1d	3	2,592,863,744
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 22 of the instructions)	4	38,892,956
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,553,970,788
6 Minimum investment return Enter 5% of line 5	6	127,698,539

Part XI Distributable Amount (see page 23 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1 Minimum investment return from Part X, line 6	1	127,698,539
2a Tax on investment income for 2002 from Part VI, line 5	2a	569,626
b Income tax for 2002 (This does not include the tax from Part VI)	2b	175,420
c Add lines 2a and 2b	2c	745,046
3 Distributable amount before adjustments Subtract line 2c from line 1	3	126,953,493
4a Recoveries of amounts treated as qualifying distributions	4a	4,750,104
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b	4c	4,750,104
5 Add lines 3 and 4c	5	131,703,597
6 Deduction from distributable amount (see page 23 of the instructions)	6	NONE
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	131,703,597

Part XII Qualifying Distributions (see page 23 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	177,968,068
b Program-related investments - Total from Part IX-B	1b	NONE
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	177,968,068
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 24 of the instructions)	5	569,626
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	177,398,442

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

Part XIII Undistributed Income (see page 24 of the instructions)

	(a) Corpus	(b) Years prior to 2001	(c) 2001	(d) 2002
1 Distributable amount for 2002 from Part XI, line 7				131,703,597
2 Undistributed income if any, as of the end of 2001				
a Enter amount for 2001 only			6,246,962	
b Total for prior years		NONE		
3 Excess distributions carryover, if any, to 2002				
a From 1997	NONE			
b From 1998	NONE			
c From 1999	NONE			
d From 2000	NONE			
e From 2001	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2002 from Part XII, line 4 ▶ \$ 177,968,068				
a Applied to 2001, but not more than line 2a			6,246,962	
b Applied to undistributed income of prior years (Election required - see page 24 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 24 of the instructions)	NONE			
d Applied to 2002 distributable amount				131,703,597
e Remaining amount distributed out of corpus	40,017,509			
5 Excess distributions carryover applied to 2002 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	40,017,509			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 24 of the instructions		NONE		
e Undistributed income for 2001 Subtract line 4a from line 2a Taxable amount - see page 24 of the instructions			NONE	
f Undistributed income for 2002 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2003				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 24 of the instructions)	NONE			
8 Excess distributions carryover from 1997 not applied on line 5 or line 7 (see page 25 of the instructions)	NONE			
9 Excess distributions carryover to 2003 Subtract lines 7 and 8 from line 6a	40,017,509			
10 Analysis of line 9				
a Excess from 1998	NONE			
b Excess from 1999	NONE			
c Excess from 2000	NONE			
d Excess from 2001	NONE			
e Excess from 2002	40,017,509			

Part XIV Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2002, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2002	(b) 2001	(c) 2000	(d) 1999	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b or c for the alternative test relied upon					
a Assets alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b Endowment alternative test Enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c *Support alternative test enter					
(1) Total support other than gross investment income (interest dividends rents payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year - see page 25 of the instructions)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds
If the organization makes gifts, grants etc (see page 25 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SEE ATTACHED

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

SEE ATTACHED

c Any submission deadlines

SEE ATTACHED

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

SEE ATTACHED

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE ATTACHED				160,093,489
Total				160,093,489
b Approved for future payment SEE SCHEDULE ATTACHED				163,217,359
Total				163,217,359

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Table with columns Yes and No. Rows 1a(1) through 1c. All 'No' boxes are marked with an 'X'.

a Transfers from the reporting organization to a noncharitable exempt organization of

(1) Cash

(2) Other assets

b Other Transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

2 a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No (X)

b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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

THE GLENMEDE TRUST COMPANY, N.A.

Signature of officer or trustee

Sign Here

Paid Preparer's Use Only

Preparer's signature

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

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

OMB No 1545-0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

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

Name of transferor The Pew Memorial Trust	Identifying number (see instructions) 23-6234669
--	---

1 If the transferor was a corporation, complete questions 1a, 1b, and 1c

a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations?

Yes No

b Did the transferor remain in existence after the transfer?

Yes No

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

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation?

Yes No

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

Name of parent corporation	EIN of parent corporation

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
PCT PARTNERS LLC	51-0412836

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) AQR Absolute Return Offshore Fund Ltd	4 Identifying number, if any NONE
--	---

5 Address (including country)

c/o Int'l Fund Serv Ltd., Bishop's Sqr, Redmond's Hill, 3/f, Dublin 2, Ireland

6 Country of incorporation or organization

Cayman Islands

7 Foreign law characterization (see instructions)

Corporation

8 Is the transferee foreign corporation a controlled foreign corporation?

Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 03/01/02	10 Type of nonrecognition transaction (see instructions) Sec. 351
---------------------------------------	---

11 Description of property transferred
 Cash - \$13,150,232

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here

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

Signature _____ Spouse's signature: If a joint return and both spouses transfer jointly owned property both must sign	Date _____ Date _____	Title _____
---	--------------------------------	----------------

Paid Preparer's Use Only

Preparer's signature _____ Firm's name (or yours if self-employed) and address _____	Date _____	Check if self-employed <input type="checkbox"/>	Preparer's social security no _____	EIN _____ ZIP code _____
---	---------------	---	--	-------------------------------

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

▶ Attach to your income tax return

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

Name of transferor The Pew Memorial Trust	Identifying number (see instructions) 23-6234669
--	---

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
PCT PARTNERS LLC	51-0412836

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Brookside Cayman, Limited	4 Identifying number, if any NONE
---	--------------------------------------

5 Address (including country)
c/o Goldman Sachs, Hartford Center, 2/f, P.O. Box 896, George Town, Grand Cayman

6 Country of incorporation or organization
Cayman Islands

7 Foreign law characterization (see instructions)
Corporation

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 04/01/02	10 Type of nonrecognition transaction (see instructions) Sec. 351
---------------------------------------	---

11 Description of property transferred
 Cash - \$13,150,232

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here

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

Signature _____ Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date _____ Date _____	Title _____
---	--------------------------------	----------------

Paid Preparer's Use Only

Preparer's signature _____ Firm's name (or yours if self-employed) and address _____	Date _____	Check if self-employed <input type="checkbox"/>	Preparer's social security no. _____ EIN _____ ZIP code _____
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Return by a U.S. Transferor of Property to a Foreign Corporation

OMB No 1545-0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

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

Name of transferor The Pew Memorial Trust	Identifying number (see instructions) 23-6234669
--	---

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
PCT PARTNERS LLC	51-0412836

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) OZF Credit Opportunities Fund, Ltd	4 Identifying number, if any NONE
--	--------------------------------------

5 Address (including country)
c/o Goldman Sachs, P.O. Box 896 G.T., Harbour Centre, 2/f, N. Church St. George Town

6 Country of incorporation or organization
Cayman Islands

7 Foreign law characterization (see instructions)
Corporation

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 05/01/02	10 Type of nonrecognition transaction (see instructions) Sec. 351
---------------------------------------	---

11 Description of property transferred
 Cash - \$3,945,069

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge			
	Signature _____ Spouse's signature If a joint return and both spouses transfer jointly owned property both must sign	Date	Title	
Paid Preparer's Use Only	Preparer's signature _____ Firm's name (or yours if self-employed) and address _____	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
			EIN	ZIP code

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

▶ Attach to your income tax return

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

Name of transferor The Pew Memorial Trust	Identifying number (see instructions) 23-6234669
---	--

1 If the transferor was a corporation, complete questions 1a, 1b, and 1c

- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No

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

Controlling shareholder	Identifying number

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

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

Name of parent corporation	EIN of parent corporation

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
PCT PARTNERS LLC	51-0412836

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) Lone Pinon, Ltd	4 Identifying number, if any NONE
--	---

5 Address (including country)
c/o Goldman Sachs, P.O.Box 896 G.T., Harbour Centre, 2/f, N.Church St. George Town

6 Country of incorporation or organization
Cayman Islands

7 Foreign law characterization (see instructions)
Corporation

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 06/26/02	10 Type of nonrecognition transaction (see instructions) Sec. 351
---------------------------------------	---

11 Description of property transferred
 Cash - \$3,287,558

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	Signature _____ Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date _____	Title _____
Paid Preparer's Use Only	Preparer's signature _____	Date _____	Check if self-employed <input type="checkbox"/>
	Firm's name (or yours if self-employed) and address _____	Preparer's social security no. _____	
		EIN _____ ZIP code _____	

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

▶ Attach to your income tax return

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

Name of transferor The Pew Memorial Trust	Identifying number (see instructions) 23-6234669
---	--

- 1** If the transferor was a corporation, complete questions 1a, 1b, and 1c
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No

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

Controlling shareholder	Identifying number

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

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

Name of parent corporation	EIN of parent corporation

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
PCT PARTNERS LLC	51-0412836

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) OZ Europe Overseas Fund, Ltd	4 Identifying number, if any NONE
--	--

5 Address (including country)
c/o Goldman Sachs, P.O. Box 896 G.T., Harbour Centre, 2/f, N. Church St. George Town

6 Country of incorporation or organization
Cayman Islands

7 Foreign law characterization (see instructions)
Corporation

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 07/01/02	10 Type of nonrecognition transaction (see instructions) Sec. 351
---------------------------------------	---

11 Description of property transferred
 Cash - \$9,862,674

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature _____	Date	Title
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign. _____	Date	

Paid Preparer's Use Only	Preparer's signature _____	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address _____		EIN _____	ZIP code _____

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367) list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PEFUNDS LP.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) ADVENT ACQUA HOLDINGS	4 Identifying number, if any NONE
--	---

5 Address (including country)
AV PENRO C. LEITE PENTEADO, 415, JORDANESIA - CAJMAL, CEP07760-000

6 Country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions) SEC 351

11 Description of property transferred

Cash - \$ 2,812.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

	Signature	Date	Title
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PEA FUND L.P.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) SOUTH AFRICAN PRIVATE EQUITY FUND III, LTD	4 Identifying number if any NONE
---	--

5 Address (including country)
P.O. BOX 908 GT, WALKERHOUSE, GRANDCAYMAN, CAYMAN ISLANDS

6 Country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) SEC 351
---------------------------------------	---

11 Description of property transferred

Cash - \$ 2,847.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
▶	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature ▶	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address ▶	EIN ▶		
				ZIP code ▶

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBORVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - P&A FUND LP.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) SA FINANCIERE ATYS	4 Identifying number, if any NONE
---	---

5 Address (including country)
30 COURS ALBERT 1ER, 75008 PARIS, FRANCE

6 Country of incorporation or organization
FRANCE

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) SEC 351
---------------------------------------	---

11 Description of property transferred

Cash - \$4,648.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature	Date	Title
_____ Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor: THE PEW MEMORIAL TRUST Identifying number (see instructions): 23-6234669

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
<u>HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - P&F FUNDS LP.</u>	<u>04-3402908</u>

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation): GROUP ATYS SA & SUBSIDIARIES 4 Identifying number, if any: NONE

5 Address (including country): 30 COURS ALBERT 1ER

6 Country of incorporation or organization: FRANCE

7 Foreign law characterization (see instructions): CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions) SFC 351

11 Description of property transferred

Cash - \$ 4,648.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature	Date	Title
Spouse's signature: If a joint return and both spouses transfer jointly owned property, both must sign	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - P&F FUND L.P.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) FIMEP	4 Identifying number, if any NONE
--	---

5 Address (including country)
89, RUE TAITBOUT, PARIS, FRANCE 75009

6 Country of incorporation or organization
FRANCE

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) SEC 351
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11 Description of property transferred

Cash - \$ 7,137.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
▶	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature ▶	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address ▶	EIN ▶		
				ZIP code ▶

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
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- 1 If the transferor was a corporation, complete questions 1a, 1b, and 1c
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s)

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PEX FUNDS LP.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) LUMINA HOLDINGS (GIBRALTAR)	4 Identifying number, if any NONE
--	---

5 Address (including country)
57/63 LINE WALL ROAD, GIBRALTAR

6 Country of incorporation or organization
GIBRALTAR

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions) SFL 351

11 Description of property transferred

Cash - \$ 5,954.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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	Signature	Date	Title
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	
Paid Preparer's Use Only	Preparer's signature	Date	Check if self employed <input type="checkbox"/>
	Firm's name (or yours if self employed), and address	EIN	Preparer's social security no
		ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
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- 1 If the transferor was a corporation, complete questions 1a, 1b, and 1c
- a If the transfer was a section 361(a) or (b) transfer was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s)

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - P&A FUNDS LP.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) GP FINANCIERE NEW SUB I S.C.S.	4 Identifying number, if any NONE
---	---

5 Address (including country)
398 ROUTE D'ESCH, BP 2501, LUXEMBOURG, L-1025

6 Country of incorporation or organization
GIORATAR

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer: VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions): SFL 351

11 Description of property transferred

Cash - \$ 3,555.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature	Date	Title
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
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- 1 If the transferor was a corporation complete questions 1a, 1b, and 1c
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s)

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PWA FUNA L.P.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) DCC LUXEMBOURG 2 S.A.R.L.	4 Identifying number, if any NONE
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5 Address (including country)
40 BOULEVARD JOSEPH II, LUXEMBOURG, L-1840

6 Country of incorporation or organization
LUXEMBOURG

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions) SEL 351

11 Description of property transferred

Cash - \$ 2,709.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor: THE PEW MEMORIAL TRUST Identifying number (see instructions): 23-6234669

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
<u>HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - P&A FUND LP.</u>	<u>04-3402908</u>

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation): MPM LUXEMBOURG 2(C) S.A.R.L. 4 Identifying number, if any: NONE

5 Address (including country): 40 BOULEVARD JOSEPH II, LUXEMBOURG, L-1840

6 Country of incorporation or organization: LUXEMBOURG

7 Foreign law characterization (see instructions): CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) SEL 351
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11 Description of property transferred

Cash - \$ 3,317.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
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- 1 If the transferor was a corporation, complete questions 1a, 1b, and 1c
- a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s)

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PwF FUNDS L.P.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) STABILIS LUXEMBOURG 2(D) S.A.R.L.	4 Identifying number, if any NONE
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5 Address (including country)
40 BOULEVARD JOSEPH II, LUXEMBOURG, L-1840

6 Country of incorporation or organization
LUXEMBOURG

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) SFL 351
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11 Description of property transferred

Cash - \$ 1,445,

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature	Date	Title
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PEFUND LP.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) NETWORKS LUXEMBOURG 2(c) S.A.R.L.	4 Identifying number, if any NONE
--	---

5 Address (including country)
40 BOULEVARD JOSEPH II, LUXEMBOURG, L-1840

6 Country of incorporation or organization
LUXEMBOURG

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) SEL 351
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11 Description of property transferred

Cash - \$ 2,182.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature	Date	Title
Spouse's signature: If a joint return and both spouses transfer jointly owned property, both must sign.	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBORVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PEFUND LP.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) METERING LUXEMBOURG 2(G) S.A.R.L.	4 Identifying number, if any NONE
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5 Address (including country)
40 BOULEVARD JOSEPH II, LUXEMBOURG, L-1840

6 Country of incorporation or organization
LUXEMBOURG

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions) SEL 351

11 Description of property transferred

Cash - \$ 1,969.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature	Date	Title
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PWA FUND L.P.	04-3402908

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) ZUMTABEL AG	4 Identifying number, if any NONE
--	---

5 Address (including country)
HOCHESTER STRASSE 8, A-6850 DORNBIERN, AUSTRIA

6 Country of incorporation or organization
AUSTRIA

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions) SFL 351

11 Description of property transferred

Cash - \$ 3,259,00

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature	Date	Title
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address	EIN		
		ZIP code		

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

▶ Attach to your income tax return

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

Name of transferor: THE PEW MEMORIAL TRUST Identifying number (see instructions): 23-6234669

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
<u>HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PWA FUNDS LP.</u>	<u>04-3402908</u>

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation): PERMIRA EUROPE II LP I 4 Identifying number, if any: NONE

5 Address (including country): PO BOX 255, GARFIELD HOUSE, ST. JULIAN'S AVE, ST. PETER PORT GUERNSEY, CHANNEL ISLANDS, CY1 3QL

6 Country of incorporation or organization: GUERNSEY

7 Foreign law characterization (see instructions): CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions) SEL 351

11 Description of property transferred

Cash - \$16,207.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor: THE PEW MEMORIAL TRUST Identifying number (see instructions): 23-6234669

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
<u>HARBOURVEST INTERNATIONAL PRIVATE EQUITY PARTNERS III - PEA FUND LP.</u>	<u>04-3402908</u>

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation): APP HOLDINGS PTY LIMITED 4 Identifying number, if any: NONE

5 Address (including country): LEVEL 2, THE TERRACE, 155 GEORGE STREET, SYDNEY, NSW 2000

6 Country of incorporation or organization: AUSTRALIA

7 Foreign law characterization (see instructions): CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002 10 Type of nonrecognition transaction (see instructions) SEL 351

11 Description of property transferred

Cash - \$

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes describe the nature of the rights to the intangible property that was transferred in the transfer

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

Signature	Date	Title
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	

Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

OMB No 1545-0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBORVEST INT'L PRIVATE EQUITY PARTNERS III - DIRECT FUND LP	04-3402925

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) GRUPO EMBOTELLADORES DEL SURESTE, S.A. DE C.V.	4 Identifying number, if any NONE
5 Address (including country) KM 6.5 CARRETERA OAXACA, PUERTO ANGEL, OAXACA DE JUAREZ	
6 Country of incorporation or organization MEXICO	
7 Foreign law characterization (see instructions) CORPORATION	
8 Is the transferee foreign corporation a controlled foreign corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 1/11/02	10 Type of nonrecognition transaction (see instructions) SEC. 351
-------------------------------	--

11 Description of property transferred
cash - \$5,140,

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed), and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARDORVEST INTEL PRIVATE EQUITY PARTNERS III - DIRECT FA LP	04-3402925

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) IASOFT LIMITED	4 Identifying number, if any NONE
---	---

5 Address (including country)
60 MEDINAT HAYEHUDIM ST, HERZLIA 46140, PO BOX 4041 ISRAEL

6 Country of incorporation or organization
ISRAEL

7 Foreign law characterization (see instructions)
LIMITED COMPANY

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer: 11/6/02 10 Type of nonrecognition transaction (see instructions): SEC. 351

11 Description of property transferred

Cash - \$ 4,333.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBORVEST INT'L PRIVATE EQUITY PARTNERS III - DIRECT FA LP	04-3402925

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) OASIS TECHNOLOGY LTD.	4 Identifying number if any NONE
--	--

5 Address (including country)
90 SHEPPARD AVENUE EAST, SUITE 100, TORONTO, ONTARIO M2N 7B3

6 Country of incorporation or organization
CANADA

7 Foreign law characterization (see instructions)
LIMITED COMPANY

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) SEC. 351
---------------------------------------	--

11 Description of property transferred

Cash - \$ 5,546.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge			
	Signature _____ Spouse's signature If a joint return and both spouses transfer jointly owned property both must sign	Date _____ Date	Title _____	
Paid Preparer's Use Only	Preparer's signature ▶ _____ Firm's name (or yours if self employed) and address ▶	Date _____	Check if self-employed <input type="checkbox"/>	Preparer's social security no _____
			EIN ▶	
			ZIP code ▶	

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

OMB No 1545 0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST PARTNERS V- PARTNERSHIP F.L.P.	04-3349964

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) ABINGWORTH BIOVENTURES II	4 Identifying number, if any NONE
--	---

5 Address (including country)
38, JERMYN STREET LONDON SW14 6AN

6 Country of incorporation or organization
UNITED KINGDOM

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer VARIOUS IN 2002</p>	<p>10 Type of nonrecognition transaction (see instructions) I.R.C. 351</p>
<p>11 Description of property transferred</p>	

Cash - \$ 8,725.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge			
	<p>Signature</p> <p>Spouse's signature If a joint return and both spouses transfer jointly owned property both must sign</p>	<p>Date</p> <p>Date</p>	<p>Title</p> <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>	
Paid Preparer's Use Only	<p>Preparer's signature</p>	<p>Date</p>	<p>Check if self-employed <input type="checkbox"/></p>	<p>Preparer's social security no</p>
	<p>Firm's name (or yours if self employed) and address</p>		<p>EIN</p>	
			<p>ZIP code</p>	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
HARBOURVEST PARTNERSV - PARTNERSHIP F.D.L.P.	04-33499C4

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) NYCO HOLDINGS APS	4 Identifying number, if any NONE
--	---

5 Address (including country)
C/O BECH-BRUUN DRAGSTED, LANGELINIE ALLE 35, DENMARK **2100 KOBENHAVN O,**

6 Country of incorporation or organization
DENMARK

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer VARIOUS IN 2002</p>	<p>10 Type of nonrecognition transaction (see instructions) SEC 351</p>
--	--

11 Description of property transferred

Cash - \$ 7,073.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property depreciation recapture, branch loss recapture, etc.)? Yes **No**

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes **No**

b If yes describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge			
	<p>Signature</p> <p>▶ _____</p> <p>Spouse's signature if a joint return and both spouses transfer jointly owned property both must sign</p> <p>▶ _____</p>	<p>Date</p> <p>_____</p>	<p>Title</p> <p>_____</p>	
Paid Preparer's Use Only	<p>Preparer's signature ▶ _____</p>	<p>Date</p> <p>_____</p>	<p>Check if self-employed ▶ <input type="checkbox"/></p>	<p>Preparer's social security no</p> <p>_____</p>
	<p>Firm's name (or yours if self employed) and address ▶ _____</p>	<p>EIN ▶ _____</p>		
	<p>ZIP code ▶ _____</p>			

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

OMB No 1545-0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
DOVER STREET IV L.P.	04-3456831

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) DOVER STREET IV LTD	4 Identifying number, if any NONE
--	---

5 Address (including country)
CEDAR HOUSE, 41 CEDAR AVE., HAMILTON, HM 12, BERMUDA

6 Country of incorporation or organization
BERMUDA

7 Foreign law characterization (see instructions)
LIMITED COMPANY

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer VARIOUS IN 2002</p>	<p>10 Type of nonrecognition transaction (see instructions) T.R.C. 351</p>
---	--

11 Description of property transferred

Cash - \$ 240,307.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

<p>Sign Here</p>	<p>Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.</p>			
	<p>Signature</p>	<p>Date</p>	<p>Title</p>	
<p>Paid Preparer's Use Only</p>	<p>Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.</p>	<p>Date</p>		
	<p>Preparer's signature</p>	<p>Date</p>	<p>Check if self employed <input type="checkbox"/></p>	<p>Preparer's social security no</p>
	<p>Firm's name (or yours if self employed) and address</p>	<p>EIN</p>		
				<p>ZIP code</p>

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

OMB No 1545 0026

▶ Attach to your income tax return

Attachment
 Sequence No **128**

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

Name of transferor: **THE PEW MEMORIAL TRUST** Identifying number (see instructions): **23-6234669**

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
ATLAS VENTURE FUND VI, L.P.	04-3547778

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation): **AVIVIAS SA** 4 Identifying number, if any: **NONE**

5 Address (including country): **4, rue d'ARGENSON, PARIS FRANCE 75008**

6 Country of incorporation or organization: **FRANCE**

7 Foreign law characterization (see instructions): **CORPORATION**

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer 8/2/2002</p>	<p>10 Type of nonrecognition transaction (see instructions) SECTION 351</p>
--	---

11 Description of property transferred
CASH - \$ 2,522.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	<p>Signature</p> <p>Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.</p>	<p>Date</p> <p>Date</p>	<p>Title</p>	
Paid Preparer's Use Only	<p>Preparer's signature</p> <p>Firm's name (or yours if self-employed) and address</p>	<p>Date</p>	<p>Check if self-employed <input type="checkbox"/></p> <p>EIN</p> <p>ZIP code</p>	<p>Preparer's social security no.</p>

Form **926**

(Rev. December 2002)

Department of the Treasury
Internal Revenue Service

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

▶ Attach to your income tax return

OMB No 1545-0026

Attachment
Sequence No 128

Part I U S Transferor Information (see instructions)

Name of transferor

THE PEW MEMORIAL TRUST

Identifying number (see instructions)

23-6234669

1 If the transferor was a corporation, complete questions 1a, 1b, and 1c

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

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

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

Controlling shareholder	Identifying number

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

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

Name of parent corporation	EIN of parent corporation

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
<u>ATLAS VENTURE FUND VI, L.P.</u>	<u>04-3547778</u>

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)

AXOVAN LTD

4 Identifying number, if any

NONE

5 Address (including country)

INNOVATION CENTER GEWERBESTRASSE 16 CH-4123, ALLSCHWIL, SWITZERLAND

6 Country of incorporation or organization

SWITZERLAND

7 Foreign law characterization (see instructions)

CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 4/9/2002	10 Type of nonrecognition transaction (see instructions) SECTION 351
--------------------------------	---

11 Description of property transferred
 CASH - \$ 29,374.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property depreciation recapture, branch loss recapture, etc)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature 	Date	Title	
Paid Preparer's Use Only	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign. 	Date		
	Preparer's signature 	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address 	EIN		ZIP code

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

▶ Attach to your income tax return

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

Name of transferor: THE PEW MEMORIAL TRUST Identifying number (see instructions): 23-6234669

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
ATLAS VENTURE FUND VI, L.P.	04-3547778

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation): AZEA NETWORKS LIMITED 4 Identifying number, if any: NONE

5 Address (including country): BATES HOUSE, CHURCH ROAD, HAROLD WOOD ROMFORD, ESSEX, UNITED KINGDOM RM3 0SD

6 Country of incorporation or organization: UNITED KINGDOM

7 Foreign law characterization (see instructions): CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 1/23/2002 & 5/2/2002	10 Type of nonrecognition transaction (see instructions) SECTION 351
--	---

11 Description of property transferred

CASH - \$ 6,261,

CASH - \$ 6,

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature 	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign. 	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
ATLAS VENTURE FUND VI, L.P.	04-3547778

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) CHOREOLOGY LTD.	4 Identifying number, if any NONE
--	---

5 Address (including country)
68 LOMBARD STREET, LONDON, UNITED KINGDOM EC3V 9LJ

6 Country of incorporation or organization
UNITED KINGDOM

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 3/6/2002	10 Type of nonrecognition transaction (see instructions) SECTION 351
--------------------------------	---

11 Description of property transferred
CASH - \$ 15,799.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
Paid Preparer's Use Only	Spouse's signature. If a joint return and both spouses transfer jointly owned property both must sign.	Date		
	Preparer's signature	Date	Check if self employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self employed) and address	EIN		ZIP code

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

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor

THE FEW MEMORIAL TRUST

Identifying number (see instructions)

83-6234689

1 If the transferor was a corporation, complete questions 1a, 1b, and 1c

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

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

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

Controlling shareholder	Identifying number

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

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

Name of parent corporation	EIN of parent corporation

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
<u>ATLAS VENTURE FUND VI, L.P.</u>	<u>04-3547778</u>

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)

NEWRON PHARMACEUTICALS S.P.A.

4 Identifying number, if any

NONE

5 Address (including country)

VIA ARIOSTO 2120091 BRESSO (MI), BRESSO MI, ITALY

6 Country of incorporation or organization

ITALY

7 Foreign law characterization (see instructions)

CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 3/27/2002	10 Type of nonrecognition transaction (see instructions) SECTION 351
---------------------------------	---

11 Description of property transferred
 CASH - \$ 27,157.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature Spouse's signature (if a joint return and both spouses transfer jointly owned property both must sign)	Date Date	Title 	
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	ZIP code

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

▶ Attach to your income tax return

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

Name of transferor THE FEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
ATLAS VENTURE FUND VI, L.P.	04-3547778

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) NEXAGENT LTD	4 Identifying number, if any NONE
---	---

5 Address (including country)
THAMES TOWER, 37-45 STATION ROAD, READING, RG1 1LX, UNITED KINGDOM

6 Country of incorporation or organization
UNITED KINGDOM

7 Foreign law characterization (see instructions)
CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 2/6/2002	10 Type of nonrecognition transaction (see instructions) SECTION 351
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11 Description of property transferred
CASH - \$ 27,257.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.							
	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:50%; padding: 2px;">Signature</td> <td style="width:15%; padding: 2px;">Date</td> <td style="width:35%; padding: 2px;">Title</td> </tr> <tr> <td style="padding: 2px;"> Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign. </td> <td style="padding: 2px;">Date</td> <td style="background-color: #cccccc; padding: 2px;"></td> </tr> </table>	Signature	Date	Title	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Signature	Date	Title						
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date							
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no				
	Firm's name (or yours if self-employed) and address	EIN		ZIP code				

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

▶ Attach to your income tax return

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

Name of transferor: THE PEW MEMORIAL TRUST Identifying number (see instructions): 23-6234669

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
ATLAS VENTURE FUND VI, L.P.	04-3547778

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation): PHYWORKS, LTD. 4 Identifying number if any: NONE

5 Address (including country): BUILDING 3110/GREAT WESTERN COURT, HUNTS GROUND ROAD, BRISTOL, UNITED KINGDOM BS34 8HP

6 Country of incorporation or organization: UNITED KINGDOM

7 Foreign law characterization (see instructions): CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 2/13/2002	10 Type of nonrecognition transaction (see instructions) SECTION 351
---------------------------------	---

11 Description of property transferred
CASH - \$ 11,686.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address			
			EIN	ZIP code

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

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
BLACKSTONE MEZZANINE PARTNERS	13-4065246

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) HANOVER SQUARE CLO LTD	4 Identifying number, if any NONE
---	---

5 Address (including country) C/O DEUTSCHE BANK (CAYMAN) LTD, P.O. BOX 1984 GT, GEORGETOWN,	ELIZABETH SQUARE,
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6 Country of incorporation or organization CAYMAN ISLANDS	GRAND CAYMAN, CAYMAN ISLANDS BRITISH WEST INDIES
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7 Foreign law characterization (see instructions) CAYMAN CORPORATION	
--	--

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 11/26/2002 10 Type of nonrecognition transaction (see instructions) IRC 351

11 Description of property transferred

Cash - \$166,486.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address	EIN		
		ZIP code		

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

OMB No 1545 0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
NATURAL GAS PARTNERS VI L.P.	75-2869019

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) ACTION ENERGY INC.	4 Identifying number, if any NONE
---	---

5 Address (including country)
435-4TH AVENUE S.W. SUITE 550, CALGARY, ALBERTA, CANADA T2P 3A8

6 Country of incorporation or organization
CANADA

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer <u>12/5/2002</u></p>	<p>10 Type of nonrecognition transaction (see instructions) <u>T.R.C. 351</u></p>
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11 Description of property transferred

Cash - \$ 34,130.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	<p>Signature</p> <p>Spouse's signature: If a joint return and both spouses transfer jointly owned property both must sign</p>	<p>Date</p> <p>Date</p>	<p>Title</p>	
Paid Preparer's Use Only	<p>Preparer's signature</p> <p>Firm's name (or yours if self-employed) and address</p>	<p>Date</p>	<p>Check if self-employed <input type="checkbox"/></p> <p>EIN</p> <p>ZIP code</p>	<p>Preparer's social security no</p>

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
NATURAL GAS PARTNERS VI, LP	75-2869019

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) ANDERSON ENERGY LTD.	4 Identifying number, if any NONE
---	---

5 Address (including country)
3116TH AVENUE S.W., SUITE 300, CALGARY, ALBERTA, CANADA T2P

6 Country of incorporation or organization
CANADA 3#2

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 4/26/02	10 Type of nonrecognition transaction (see instructions) I.R.C. 351
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11 Description of property transferred

Cash - \$ 186,041.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature _____ Spouse's signature (if a joint return and both spouses transfer jointly owned property, both must sign)	Date _____	Title _____	
Paid Preparer's Use Only	Preparer's signature _____ Firm's name (or yours if self-employed) and address _____	Date _____	Check if self-employed <input type="checkbox"/>	Preparer's social security no. _____
			EIN _____	
			ZIP code _____	

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

OMB No 1545-0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

1 If the transferor was a corporation, complete questions 1a, 1b and 1c

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

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

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

Controlling shareholder	Identifying number

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

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

Name of parent corporation	EIN of parent corporation

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
NATURAL GAS PARTNERS VI, LP.	75-2869019

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) GRID RESOURCES LTD	4 Identifying number, if any NONE
---	---

5 Address (including country)
635-8TH AVENUE S.W. SUITE 900, CALGARY, ALBERTA, CANADA T2P 3M3

6 Country of incorporation or organization
CANADA

7 Foreign law characterization (see instructions)
CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer <u>2/19/2002 + 11/27/2002</u></p>	<p>10 Type of nonrecognition transaction (see instructions) <u>Sec. 351.</u></p>
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11 Description of property transferred

Cash - \$ 165,399.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.							
	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:50%; font-size: x-small;">Signature</td> <td style="width:20%; font-size: x-small;">Date</td> <td style="width:30%; font-size: x-small;">Title</td> </tr> <tr> <td style="font-size: x-small;"> Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign. </td> <td style="font-size: x-small;">Date</td> <td style="background-color: #cccccc;"></td> </tr> </table>	Signature	Date	Title	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Signature	Date	Title						
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date							
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no				
	Firm's name (or yours if self-employed) and address	EIN	ZIP code					

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

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor: **THE PEW MEMORIAL TRUST** Identifying number (see instructions): **23-6234669**

- 1 If the transferor was a corporation, complete questions 1a 1b and 1c
- a If the transfer was a section 361(a) or (b) transfer was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b Did the transferor remain in existence after the transfer? Yes No

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
J.W Childs Equity Partners III, L P	03-0387301

Part II Transferee Foreign Corporation Information (see instructions)

- 3 Name of transferee (foreign corporation): **J W Childs Holdings Sweden AB** 4 Identifying number, if any: **N/A**
- 5 Address (including country): **111 Huntington Avenue, #2900, Boston, Massachusetts 02199-7610, USA**
- 6 Country of incorporation or organization: **Sweden**
- 7 Foreign law characterization (see instructions): **Corporation**
- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer July 16, 2002	10 Type of nonrecognition transaction (see instructions) Section 351
--	--

11 Description of property transferred

Cash ~~-\$~~ 768,483.

- 12** Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13** Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a** Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b** If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	Signature Date 		Title
Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature Date	Check if self employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self employed) and address	EIN	ZIP code

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

OMB No 1545 0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
LYPRESS MERCHANT B PARTNERS II (CAYMAN) L.P.	52-2358089

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) CATLIN WESTGEN GROUP LTD	4 Identifying number, if any NONE
---	---

5 Address (including country)
SWAN BUILDING, 2ND FLOOR, 26 VICTORIA ST., HAMILTON, HM12, BERMUDA

6 Country of incorporation or organization
BERMUDA

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 7/4/02 10 Type of nonrecognition transaction (see instructions) I.R.C. 351

11 Description of property transferred

Cash - \$349,300.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address	EIN		
				ZIP code

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

OMB No 1545 0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
TA IX LP	04-3520503

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) SOPHOS PLC	4 Identifying number, if any NONE
---	---

5 Address (including country)
THE PENTAGON, ABINGDON SCIENCE PARK, ABINGDON, OXFORDSHIRE, ENGLAND

6 Country of incorporation or organization ABINGDON, OXFORDSHIRE, ENGLAND	7 Foreign law characterization (see instructions) CORPORATION
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8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer <u>5/15/02</u></p>	<p>10 Type of nonrecognition transaction (see instructions) <u>E.R.C. 351</u></p>
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11 Description of property transferred

Cash - \$155,880,

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	<p>Signature</p> <p>Spouse's signature (if a joint return and both spouses transfer jointly owned property, both must sign)</p>	<p>Date</p> <p>Date</p>	<p>Title</p>	
Paid Preparer's Use Only	<p>Preparer's signature</p> <p>Firm's name (or yours if self-employed) and address</p>	<p>Date</p>	<p>Check if self-employed <input type="checkbox"/></p> <p>EIN</p> <p>ZIP code</p>	<p>Preparer's social security no</p>

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

OMB No 1545 0026

▶ Attach to your income tax return

Attachment
 Sequence No **128**

Part I U S Transferor Information (see instructions)

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
BLACKSTONE FID CAPITAL PARTNERS (CAYMAN) L.P.	13-4130013

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) ASPEN INSURANCE HOLDINGS LTD. (EIA) WELINGTON RE HOLDINGS LTD)	4 Identifying number, if any NONE
---	---

5 Address (including country)
VICTORIA HALL, 11 VICTORIA STREET, HAMILTON HM 11 BERMUDA

6 Country of incorporation or organization
BERMUDA

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) SEC. 351
11 Description of property transferred Cash - \$ 699,369.	

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
 - b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge			
	Signature _____ Spouse's signature If a joint return and both spouses transfer jointly owned property both must sign	Date _____	Title _____	_____
Paid Preparer's Use Only	Preparer's signature _____	Date _____	Check if self-employed <input type="checkbox"/>	Preparer's social security no _____
	Firm's name (or yours if self-employed) and address _____	EIN _____		
	ZIP code _____			

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

OMB No. 1545-0026

Attachment
 Sequence No. **128**

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
DLJMB OVERSEAS PARTNERS III, CV	98-0231603

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) NYCOMEA HOLDINGS	4 Identifying number, if any NONE
---	---

5 Address (including country)
NYCO HOLDINGS P.O. BOX 88, LANGTJEBERG 1, DK-4000 ROSKILDE, DENMARK

6 Country of incorporation or organization
DENMARK

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer <i>VARIOUS IN 2002</i></p>	<p>10 Type of nonrecognition transaction (see instructions) <i>IRC Section 351</i></p>
<p>11 Description of property transferred <i>Cash - \$547,608.</i></p>	

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	<p>Signature</p> <p>Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.</p>	Date	Title	
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address		EIN	
			ZIP code	

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

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
NJMB OVERSEAS PARTNERS III, CV	98-0231603

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) (FINA WELINGTON ASPEN INSURANCE HOLDINGS, LTD. REINSURANCE)	4 Identifying number, if any NONE
---	---

5 Address (including country)
CEDAR HOUSE, 4 CEDAR AVENUE, HAMILTON, BERMUDA

6 Country of incorporation or organization
BERMUDA

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer VARIOUS IN 2002	10 Type of nonrecognition transaction (see instructions) IRC SECTION 351
---------------------------------------	---

11 Description of property transferred
 CASH - \$ 200,475

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	Signature 	Date	Title
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date	Title
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>
	Firm's name (or yours if self-employed) and address	Preparer's social security no.	
	EIN		ZIP code

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

OMB No 1545-0026

Attachment
 Sequence No **128**

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

1 If the transferor was a corporation, complete questions 1a, 1b and 1c

a If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations?

Yes No

b Did the transferor remain in existence after the transfer?

Yes No

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

Controlling shareholder	Identifying number

c If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation?

Yes No

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

Name of parent corporation	EIN of parent corporation

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
TCV IV, LP	77-0527868

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) TCV (BARBADOS) SRL	4 Identifying number, if any NONE
---	---

5 Address (including country)

CASTEK INC., 177 LAKESHORE BLVD EAST, TORONTO, ONTARIO, CANADA

6 Country of incorporation or organization

CANADIAN

7 Foreign law characterization (see instructions)

CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation?

Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 7/12/2002 10 Type of nonrecognition transaction (see instructions) SEC. 351

11 Description of property transferred

Cash \$ 74,379.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
	Spouse's signature. If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address	EIN		
		ZIP code		

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

▶ Attach to your income tax return

Part I U S Transferor Information (see instructions)

Name of transferor

THE PEW MEMORIAL TRUST

Identifying number (see instructions)

23-6234669

1 If the transferor was a corporation, complete questions 1a 1b and 1c

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

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

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

Controlling shareholder	Identifying number

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

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

Name of parent corporation	EIN of parent corporation

2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
<u>TCV IV LP</u>	<u>77 0527868</u>

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation)

TCV (BARBAROS) SRL

4 Identifying number, if any

NONE

5 Address (including country)

TRIVERSITY INC., 3550 VICTORIA PARK AVE, SUITE 400, TORONTO ONTARIO

6 Country of incorporation or organization

CANADIAN

CANADA M2H2N5

7 Foreign law characterization (see instructions)

CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer 11/26/02 10 Type of nonrecognition transaction (see instructions) SEC. 351

11 Description of property transferred

Cash - \$ 61,637.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature	Date	Title	
Paid Preparer's Use Only	Spouse's signature: If a joint return and both spouses transfer jointly owned property, both must sign.	Date		
	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no.
	Firm's name (or yours if self-employed) and address	EIN	ZIP code	

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

OMB No 1545 0026

▶ Attach to your income tax return

Attachment
 Sequence No 128

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
BLACKSTONE FI CAPITAL PARTNERS (CLAYMAN) L.P.	13-4116626

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) NYCO HOLDINGS APS	4 Identifying number, if any NONE
--	---

5 Address (including country)
CLOECH-BRUUN DRAGSTED, LANGELINIE ALLE 35, 2100 KOBENHAVN O

6 Country of incorporation or organization
DENMARK **DENMARK**

7 Foreign law characterization (see instructions)
CORPORATION

8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer <i>Various in 2002</i>	10 Type of nonrecognition transaction (see instructions) <i>SEC. 351</i>
--	---

11 Description of property transferred
Cash - \$ 446,151.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature _____ Spouse's signature. If a joint return and both spouses transfer jointly owned property both must sign.	Date	Title	
Paid Preparer's Use Only	Preparer's signature ▶ _____	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self-employed) and address ▶ _____		EIN ▶	
			ZIP code ▶	

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
BLACKSTONE FI CAPITAL PARTNERS (CLAYMAN) L.P.	13-4116626

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) CTI HOLDINGS SA	4 Identifying number, if any NONE
--	---

5 Address (including country)
FIGUEROA ALCORTA 3259, CIUDAD AUTONOMA DE BUENOS AIRES (C1425CKY)

6 Country of incorporation or organization
ARGENTINA **REPUBLICA ARGENTINA**

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer Various in 2002 10 Type of nonrecognition transaction (see instructions) SEC. 351

11 Description of property transferred
Cash - \$36,440.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g., for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge			
	Signature	Date	Title	
Paid Preparer's Use Only	Spouse's signature. If a joint return and both spouses transfer jointly owned property both must sign	Date		
	Preparer's signature	Date	Check if self employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self employed) and address		EIN	ZIP code

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
BLACKSTONE FI CAPITAL PARTNERS (CAYMAN) L.P.	13-4116626

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) CROWLEY DATA POLAND SP Z.O.O.	4 Identifying number, if any NONE
--	---

5 Address (including country)
P.O. BOX 309, GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS

6 Country of incorporation or organization
CAYMAN ISLANDS

7 Foreign law characterization (see instructions)
CORPORATION

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

9 Date of transfer Various in 2002 10 Type of nonrecognition transaction (see instructions) SEC. 351

11 Description of property transferred

Cash - \$ 7,871.

- 12 Did this transfer result from a change in the classification of the transferee to that of a foreign corporation? Yes No
- 13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No
- 14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No
- b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge			
	Signature	Date	Title	
	Spouse's signature If a joint return and both spouses transfer jointly owned property both must sign	Date		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's social security no
	Firm's name (or yours if self employed) and address		EIN	
			ZIP code	

File With 2002 U.S. Federal Income Tax Return

SECTION 351/368(a)(1)(B) STATEMENT

Partner#: 78

Pew Memorial Trust

TIN # 23-6234667

Taxable Year Ended December 31, 2002

Statement by **Pew Memorial Trust** regarding the transfer of stock of **AXIS Specialty Limited**, a Bermuda insurance company ("AXIS Specialty"), in exchange for stock of **AXIS Capital Holdings Limited**, a Bermuda holding company ("AXIS Holdings") **AXIS Specialty's** employer identification number is 98-0364977 This statement is being made pursuant to the requirements of Treasury Regulation Sections 1.351-3(a) and 1.368-3(b)

- (1) On December 31, 2002, all of the shareholders of **AXIS Specialty** exchanged all of their **AXIS Specialty** voting common shares for voting common shares of **AXIS Holdings** As a result, **AXIS Holdings** acquired 100 percent of the issued and outstanding voting common shares of **AXIS Specialty**

The cost or other basis of the voting common stock in **AXIS Specialty** transferred on December 31, 2002 was **\$ 534,916**.

- (2)
 - (i) The stock received in the exchange consisted of voting common stock of **AXIS Holdings**
 - (ii) The number of common shares of **AXIS Holdings** received in the exchange was equal to the number of shares exchanged in **AXIS Specialty** **5,317**.
 - (iii) The fair market value of the shares in **AXIS Holdings** received on the date of the exchange was **\$ 742,147**.
- (3) No securities were received
- (4) No money was received
- (5) No other property was received
- (6) No liabilities were assumed

File With 2002 U.S. Federal Income Tax Return

**SECTION 367 STATEMENT
(SECTION 351/368(a)(1)(B) REORGANIZATION TO WHICH
SECTION 367(b) APPLIES)**

Pew Memorial Trust

TIN # 23-6234667

Taxable Year Ended December 31, 2002

Statement by Pew Memorial Trust, who is a partner in Blackstone FI Capital Partners (Cayman) L.P., regarding the transfer of stock of AXIS Specialty Limited ("AXIS Specialty"), in exchange for stock of AXIS Capital Holdings Limited ("AXIS Holdings") AXIS Specialty's employer identification number is 98-0364977 This statement is being made pursuant to the notice requirement of Treasury Regulation Section 1.367(b)-1(c)(4)

- (i) The exchange is described in the Internal Revenue Code under Sections 351 and 368(a)(1)(B) involving the transfer of stock by a U S shareholder of a controlled foreign corporation in exchange for voting stock of another foreign corporation All U.S shareholders were "U S shareholders" of AXIS Specialty pursuant to section 953(c), but are not U S shareholders of AXIS Holdings Accordingly, the exchange is one described in section 367(b)
- (ii) On December 31, 2002, all of the shareholders of AXIS Specialty exchanged all of their AXIS Specialty shares for voting common shares of AXIS Holdings As a result, AXIS Holdings acquired 100 percent of the issued and outstanding shares of AXIS Specialty.
- (iii) The consideration received in the stock exchange consisted solely of voting common stock of AXIS Holdings
- (iv) No amount is required to be taken into account under section 367(b) - See attached Section 1248 Statement
- (v) Please see attached Section 351/368(a)(1)(B) Statement
- (vi) No information is required to be provided under sections 6038, 6038A, 6038B, 6038C or 6046 or such information has been provided on the Form 5471 filed by Marsh & McLennan Companies
- (vii) Not applicable. All U.S shareholders were "U.S shareholders" of AXIS Specialty pursuant to section 953(c)(1)(A) and Treas Reg. 1.367(b)-3(b)(2)

SECTION 1248 STATEMENT

Pew Memorial Trust

TIN # 23-6234667

Taxable Year Ended December 31, 2002

Statement by **Pew Memorial Trust** regarding the transfer of stock in **AXIS Specialty Limited** ("AXIS Specialty"), in exchange for stock in **AXIS Capital Holdings Limited** ("AXIS Holdings")
AXIS Specialty's employer identification number is 98-0364977 This statement is being made pursuant to the requirement of Treasury Regulation Section 1.1248-7(b)

(1) **Pew Memorial Trust**

- (i) See attached earnings and profits schedule
 - (ii) The amount of earnings and profits attributable to the taxpayer's block of shares in **AXIS Specialty** is zero
- (2)
- (i) **AXIS Specialty**
 - (ii) **AXIS Specialty** is organized under the laws of **Bermuda**
 - (iii) **December 31, 2002**
- (3)
- (i) See attached earnings and profits schedule
 - (ii) The number of shares of **AXIS Specialty** that the taxpayer held was **5,317**. The total number of shares of **AXIS Specialty** outstanding during such period was **17,075,378**
 - (iii) The taxpayer did not include any amount under I.R.C. Section 951 in its gross income
 - (iv) Not applicable
- (4) See attached earnings and profits schedule
- (5) Not applicable

Earnings and Profits Schedule

Earnings & Profits for Period Ending 9/30/02	\$178,755,236
Earnings & Profits for Period Ending 12/31/02	\$120,724,060
Total AXIS Specialty Earnings and Profits	\$299,479,296
Distribution on 12/31/02 out of AXIS Specialty's Earnings and profits	\$299,479,296
Section 1248 Amount Attributable to Shares	\$0

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

▶ Attach to your income tax return

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

Name of transferor THE PEW MEMORIAL TRUST	Identifying number (see instructions) 23-6234669
---	--

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

Controlling shareholder	Identifying number

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

Name of parent corporation	EIN of parent corporation

- 2 If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), list the name and EIN of the transferor's partnership

Name of partnership	EIN of partnership
LEHMAN BROTHERS MERCHANT BANKING PART II, LP.	13-3969548

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) LEHMAN BROTHERS SAT HOLDINGS LTD (CAYMAN ISLANDS)	4 Identifying number, if any NONE
--	---

5 Address (including country)
C/O WALKER SPV LIMITED, WALKER HOUSE, P.O. BOX 9086T GRAND CAYMAN

6 Country of incorporation or organization
CAYMAN ISLANDS **CAYMAN ISLANDS**

7 Foreign law characterization (see instructions)
CORPORATION.

- 8 Is the transferee foreign corporation a controlled foreign corporation? Yes No

Part III Information Regarding Transfer of Property (see instructions)

<p>9 Date of transfer VARIOUS IN 2002</p>	<p>10 Type of nonrecognition transaction (see instructions) SEC 351</p>
--	--

11 Description of property transferred

Cash - \$ 441,369.

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

13 Was the transferor required to recognize income under Temporary Regulations sections 1.367(a)-4T through 1.367(a)-6T (e.g. for tainted property, depreciation recapture, branch loss recapture, etc.)? Yes No

14a Was intangible property (within the meaning of section 936(h)(3)(B)) transferred as a result of the transaction? Yes No

b If yes, describe the nature of the rights to the intangible property that was transferred in the transfer

Sign Here	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.			
	Signature _____ Spouse's signature: If a joint return and both spouses transfer jointly owned property, both must sign.	Date _____	Title _____	
Paid Preparer's Use Only	Preparer's signature _____	Date _____	Check if self-employed <input type="checkbox"/>	Preparer's social security no. _____
	Firm's name (or yours if self-employed) and address _____	EIN <input type="checkbox"/> _____		
	ZIP code <input type="checkbox"/> _____			

WESTBROOK REAL ESTATE FUND II, LP

EIN 13-3929552

A copy of Form 5471 was filed on your behalf by the partnership with respect to the partnership's interest in California Funding Corp , Allegro Resorts Corp , French Property Partners Holdings B V , and Carnegie Club, all foreign corporations You are required to attach a statement to your tax return for 2002 indicating that this Form 5471 was filed on you behalf Following is sample language that you may use in that statement

"The taxpayer was required to file Form 5471 with respect to California Funding Corp , a foreign corporation, because of the constructive ownership rules of IRC Section 554(a)(2) Pursuant to Regulation Section 1.6038-2(j), Form 5471 was filed on the foreign corporation Form 5471 will be included in Westbrook Real Estate Fund II, LP's Form 1065 for the year ended December 31, 2002, which will be filed by October 15, 2003 with the Ogden, UT service center This information is provided in accordance with Regulation Section 1.6038-2(j)(3) "

"The taxpayer was required to file Form 5471 with respect to Allegro Resorts Corp , a foreign corporation, because of the constructive ownership rules of IRC Section 554(a)(2) Pursuant to Regulation Section 1.6038-2(j), Form 5471 was filed on the foreign corporation Form 5471 will be included in Westbrook Allegro, LLC's Form 1065 for the year ended December 31, 2002, which will be filed by October 15, 2003 with the Ogden, UT service center This information is provided in accordance with Regulation Section 1.6038-2(j)(3) "

"The taxpayer was required to file Form 5471 with respect to French Property Partners Holdings B V , a foreign corporation, because of the constructive ownership rules of IRC Section 554(a)(2) Pursuant to Regulation Section 1.6038-2(j), Form 5471 was filed on the foreign corporation Form 5471 will be included in French Property Partners, LLC's Form 1065 for the year ended December 31, 2002, which will be filed by October 15, 2003 with the Ogden, UT service center This information is provided in accordance with Regulation Section 1.6038-2(j)(3) "

"The taxpayer was required to file Form 5471 with respect to Carnegie Club, a foreign corporation, because of the constructive ownership rules of IRC Section 554(a)(2) Pursuant to Regulation Section 1.6038-2(j), Form 5471 was filed on the foreign corporation Form 5471 will be included in Westbrook Carnegie Investments, LLC's Form 1065 for the year ended December 31, 2002, which will be filed by October 15, 2003 with the Ogden, UT service center This information is provided in accordance with Regulation Section 1.6038-2(j)(3) "

Please consult your tax advisor regarding your filing requirements

WESTBROOK REAL ESTATE FUND III, L P

EIN 13-4009464

A copy of Form 5471 will be filed on your behalf by the partnership with respect to the partnership's interest in CI Capital Corporation, Westbrook Saint-Ouen Holding II, BV, WEP Evry-Mozart Holdings BV, WEP Wartford Holdings BV, Pacific Century Property Management, Pacific Century Leasing Limited, and Pacific Century Asset Management, which are all foreign corporations. You are required to attach a statement to your tax return for 2002 indicating that this Form 5471 will be filed on your behalf. Following is sample language that you may use in that statement.

"The taxpayer was required to file Form 5471 with respect to CI Capital Corporation, Westbrook Saint-Ouen Holding II, BV, WEP Evry-Mozart Holdings BV, WEP Wartford Holdings BV, Pacific Century Property Management, Pacific Century Leasing Limited, and Pacific Century Asset Management, which are all foreign corporations, because of the constructive ownership rules of IRC Section 554(a)(2). Pursuant to Regulation Section 1.6038-2(j), Forms 5471 will be filed on the foreign corporation. Form 5471 for CI Capital Corporation will be included in Westbrook Real Estate Fund III, LP's Form 1065 for the year ended December 31, 2002, which will be filed on or before April 15, 2003 with the Ogden, UT Service Center. Forms 5471 for Pacific Century Property Management, Pacific Century Leasing Limited, and Pacific Century Asset Management will be included in Pacific Century Japan Residential Property, LLC's Form 1065 for the year ended December 31, 2002, which will be filed on or before April 15, 2003 with the Ogden, UT Service Center. Form 5471 for Westbrook Saint-Ouen Holding II, BV will be included in WB France, LLC's Form 1065 for the year ended December 31, 2002, which will be filed on or before April 15, 2003 with the Ogden, UT Service Center. Forms 5471 for WEP Evry-Mozart Holdings BV and WEP Wartford Holdings BV will be included in Western European Partners, LLC's Form 1065 for the year ended December 31, 2002, which will be filed on or before April 15, 2003 with the Ogden, UT Service Center. This information is provided in accordance with Regulation Section 1.6038-2(j)(3)."

Please consult your tax advisor regarding your filing requirements.

WESTBROOK REAL ESTATE FUND IV, L P
EIN 13-4131512

A copy of Form 5471 will be filed on your behalf by the partnership with respect to the partnership's interest in Yuhwa Development Company, Ltd , Myungdong Development Company, Ltd , Bruton Topco Limited, WB-HX (Newbury), Ltd , WB-HX (Newbury) No 1 Ltd , WB-HX (Newbury) No 2 Ltd , Evelyn Road Development Company PTE Ltd , Blue Seas Company, Ltd , and EPP Columbia Holdings Lux, which are all foreign corporations. You are required to attach a statement to your tax return for 2002 indicating that these Forms 5471 will be filed on your behalf. Following is sample language that you may use in that statement:

"The taxpayer was required to file Form 5471 with respect to Yuhwa Development Company, Ltd , Myungdong Development Company, Ltd , Bruton Topco Limited, WB-HX (Newbury), Ltd , WB-HX (Newbury) No 1 Ltd , WB-HX (Newbury) No 2 Ltd , Evelyn Road Development Company PTE Ltd , Blue Seas Company, Ltd , and EPP Columbia Holdings Lux, which are all foreign corporations, because of the constructive ownership rules of IRC Section 554(a)(2). Pursuant to Regulation Section 1.6038-2(j), Forms 5471 will be filed for these foreign corporations by July 15, 2003 with the Ogden, UT Service Center, as follows:

Form 5471 for Yuhwa Development Company, Ltd will be included in Yuhwa Investors, LLC's Form 1065 for the year ended December 31, 2002.

Form 5471 for Myungdong Development Company, Ltd will be included in Myungdong Investors, LLC's Form 1065 for the year ended December 31, 2002.

Form 5471 for Bruton Topco Limited will be included in Bruton Holdings, LLC's Form 1065 for the year ended December 31, 2002.

Forms 5471 for WB-HX (Newbury), Ltd , WB-HX (Newbury) No 1 Ltd , WB-HX (Newbury) No 2 Ltd will be included in Westbrook Real Estate Fund IV, LP's Form 1065 for the year ended December 31, 2002.

Form 5471 for Evelyn Road Development Company PTE, Ltd will be included in Westbrook Evelyn Road, LLC's Form 1065 for the year ended December 31, 2002.

Form 5471 for Blue Seas Company, Ltd will be included in Ryuwa Investors, LLC's Form 1065 for the year ended December 31, 2002.

Form 5471 for EPP Columbia Holdings Lux will be included in French Property Partners II, LLC's Form 1065 for the year ended December 31, 2002.

This information is provided in accordance with Regulation Section 1.6038-2(j)(3) "

Please consult your tax advisor regarding your filing requirements.

THE PEW MEMORIAL TRUST
EIN 23-6134669
12/31/2002

LEHMAN BROTHER MERCHANT BANKING
EIN 13-3969548

FORM 5471 FILING REQUIREMENTS HAVE BEEN SATISFIED BY

LEHMAN BROTHERS MERCHANT BANKING PARTNERSII, LP, II
EIN 13-3969548
399 PARK AVENUE
NEW YORK, NY 10022

LEHMAN BROTHERS MERCHANT BANKING PARTNERSII, LP, II, U S A FILED FORM 1065,
"U S PARTNERSHIP RETURN OF INCOME," WITH FORMS 5471 ATTACHED WITH THE
INTERNAL REVENUE SERVICE CENTER IN ODGEN UTAH

AXIS Capital Holdings Limited

Statement of Joint Filing of Form 5471

Subject: Filing of Form 5471

Name of Foreign Corporation: AXIS Specialty Limited
Address of Foreign Corporation: Overbay 106 Pitts Bay Road
Pembroke, Bermuda HM08
EIN 98-0364977

Tax Years of Foreign Corporation: September 30, 2002 and December 31, 2002

The filing requirements imposed upon me by IRC sections 6046 and 6038 to file Form 5471 will be satisfied by the joint filing of the Form 5471 by

Marsh & McLennan Companies, Inc
1166 Avenue of the Americas
New York, NY 10036

EIN# 36-2668272
Filing in Holtsville Service Center

AXIS Capital Holdings Limited

Statement of Joint Filing of Form 5471

Subject: Filing of Form 5471

Name of Foreign Corporation: AXIS Re Limited

Address of Foreign Corporation: Regus House
Harcourt Centre
Harcourt Road
Dublin 2, Ireland
EIN Applied For

Tax Year of Foreign Corporation: December 31, 2002

The filing requirements imposed upon me by IRC sections 6046 and 6038 to file Form 5471 will be satisfied by the joint filing of the Form 5471 by:

Marsh & McLennan Companies, Inc.
1166 Avenue of the Americas
New York, NY 10036

EIN# 36-2668272
Filing in Holtsville Service Center

AXIS Capital Holdings Limited

Statement of Joint Filing of Form 5471

Subject: Filing of Form 5471

Name of Foreign Corporation: AXIS Specialty Europe Limited

Address of Foreign Corporation: Regus House
Harcourt Center
Harcourt Road
Dublin 2, Ireland
EIN Applied For

Tax Year of Foreign Corporation: December 31, 2002

The filing requirements imposed upon me by IRC sections 6046 and 6038 to file Form 5471 will be satisfied by the joint filing of the Form 5471 by

Marsh & McLennan Companies, Inc
1166 Avenue of the Americas
New York, NY 10036

EIN# 36-2668272
Filing in Holtsville Service Center

(Rev July 1998)

▶ Attach to your tax return

Department of the Treasury
Internal Revenue Service

▶ If you received this form from a partnership, S corporation, or trust, see the instructions

Attachment
Sequence No **71**

Investor's name(s) shown on return

THE PEW MEMORIAL TRUST

Investor's identifying number

23-6234669

Investor's tax year ended

12/31/2002

	(a) Tax Shelter Name	(b) Tax Shelter Registration Number (11 digit number)	(c) Tax Shelter Identifying Number
1	AGRY BROADCAST PARTNERS I, LP	9704200063	04-3350018
2			
3			
4			
5			
6			
7			
8			
9			
10			

General Instructions

Section references are to the Internal Revenue Code

Purpose of Form

Use Form 8271 to report the tax shelter registration number the IRS assigns to certain tax shelters required to be registered under section 6111 ("registration- required tax shelters") and to report the name and identifying number of the tax shelter. This information must be reported even if the particular interest is producing net income for the filer of Form 8271. Use additional forms to report more than 10 tax shelter registration numbers.

Note A tax shelter registration number does not indicate that the tax shelter or its claimed tax benefits have been reviewed, examined, or approved by the IRS.

Who Must File

Any person claiming or reporting any deduction, loss, credit, or other tax benefit, or reporting any income on any tax return from an interest purchased or otherwise acquired in a registration-required tax shelter must file Form 8271. If you are an investor in a partnership or an S corporation, look at item G, Schedule K-1 (Form 1065), or item C, Schedule K-1 (Form 1120S). If a tax shelter registration number or the words "Applied for" appear there, then the entity is a registration-required tax shelter. If the interest is purchased or otherwise acquired by a pass-through entity, both the pass-through entity and its partners, shareholders, or beneficiaries must file Form 8271.

A pass-through entity that is the registration-required tax shelter does not have to prepare Form 8271 and give copies to its partners, shareholders, or beneficiaries unless the pass-through entity itself has invested in a registration-required tax shelter.

In certain cases, a tax shelter that does not expect to reduce the cumulative tax liability of any investor during the 5-year period ending after the date the investment is first offered for sale may be considered a "projected income investment." Such a tax shelter will not have to register, and thus not have to furnish a tax shelter registration number to investors, unless and until it ceases to be a projected income investment. It is possible, therefore, that you may not be furnished a tax shelter registration number and not have to report it, for several years after you purchase or otherwise acquire your interest in the tax shelter. If you are later furnished a tax shelter registration number because the tax shelter ceased to be a projected income investment, follow these instructions. However, you must file Form 8271 only for tax years ending on or after the date the tax shelter ceases to be a projected income investment.

Note Even if you have an interest in a registration-required tax shelter, you do not have to file Form 8271 if you did not claim or report any deduction, loss, credit, or other tax benefit, or report any income on your tax return from an interest in the registration-required tax shelter. This could occur, for example, if for a particular year you are unable to claim any portion of a loss because of the passive activity loss limitations, and that loss is the only tax item reported to you from the shelter.

Filing Form 8271

Attach Form 8271 to any return on which a deduction, loss, credit, or other tax benefit is claimed or reported, or any income reported, from an interest in a registration-required tax shelter. These returns include applications for tentative refunds (Forms 1045 and 1139) and amended returns (Forms 1040X and 1120X).

Furnishing Copies of Form 8271 to Investors

A pass-through entity that has invested in a registration-required tax shelter must furnish copies of its Form 8271 to its partners, shareholders, or beneficiaries.

However, in the case where (a) the pass-through entity acquired at least a 50% interest in one tax year in a registered tax shelter (and in which it had not held an interest in a prior year), and (b) the investment would not meet the definition of a tax shelter immediately following the acquisition if it had been offered for sale at that time, the pass-through entity need not distribute copies of Form 8271 to its investors. The pass-through entity alone is required to prepare Form 8271 and include it with the entity tax return.

Penalty For Not Including Registration Number on Return

A \$250 penalty will be charged for each failure to include a tax shelter registration number on a return on which it is required to be included unless the failure is due to reasonable cause.

Specific Instructions Investor's Identifying Number

Enter the social security number or employer identification number shown on the return to which this Form 8271 is attached.

Investor's Tax Year Ended

Enter the date the tax year ended for the return to which this Form 8271 is attached.

Investor Reporting of Tax Shelter Registration Number

OMB No 1545-0881

▶ Attach to your tax return.

▶ If you received this form from a partnership, S corporation, or trust, see the instructions

Attachment
Sequence No. 71

Investor's name(s) shown on return THE FEW MEMORIAL TRUST BEACON CAPITAL STRATEGIC PARTNERS, L.P.	Investor's identifying number 23-6234669 04-3483915	Investor's tax year ended 12/31/2002
---	---	--

	(a) Tax Shelter Name	(b) Tax Shelter Registration Number (11-digit number)	(c) Tax Shelter Identifying Number
1	METRO CENTER PARCEL 2 ASSOCIATES	86343000179	
2	LLC		
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General Instructions

Section references are to the Internal Revenue Code

Purpose of Form

Use Form 8271 to report the tax shelter registration number the IRS assigns to certain tax shelters required to be registered under section 6111 ("registration-required tax shelters") and to report the name identifying number of the tax shelter. This information must be reported even if the particular interest is producing net income for the filer of Form 8271. Use additional forms to report more than 10 tax shelter registration numbers. **Note** A tax shelter registration number does not indicate that the tax shelter or its claimed tax benefits have been reviewed, examined, or approved by the IRS.

Who Must File

Any person claiming or reporting any deduction, loss, credit, or other tax benefit, or reporting any income on any tax return from an interest purchased or otherwise acquired in a registration-required tax shelter must file Form 8271. If you are an investor in a partnership or an S corporation, look at item G, Schedule K-1 (Form 1065), or item C, Schedule K-1 (Form 1120S). If a tax shelter registration number or the words "Applied for" appear there, then the entity is a registration-required tax shelter. If the interest is purchased or otherwise acquired by a pass-through entity, both the pass-through entity and its partners, shareholders, or beneficiaries must file Form 8271.

A pass-through entity that is the registration-required tax shelter does not have to prepare Form 8271 and give copies to its partners, shareholders, or beneficiaries unless the pass-through entity itself has invested in a registration-required tax shelter.

In certain cases, a tax shelter that does not expect to reduce the cumulative tax liability of any investor during the 5-year period ending after the date the investment is first offered for sale may be considered a "projected income investment." Such a tax shelter will not have to register, and thus not have to furnish a tax shelter registration number to investors, unless and until it ceases to be a projected income investment. It is possible, therefore, that you may not be furnished a tax shelter registration number, and not have to report it, for several years after you purchase or otherwise acquire your interest in the tax shelter. If you are later furnished a tax shelter registration number because the tax shelter ceased to be a projected income investment, follow these instructions. However, you must file Form 8271 only for tax years ending on or after the date the tax shelter ceases to be a projected income investment.

Note Even if you have an interest in a registration-required tax shelter, you do not have to file Form 8271 if you did not claim or report any deduction, loss, credit, or other tax benefit, or report any income on your tax return from an interest in the registration-required tax shelter. This could occur, for example, if for a particular year you are unable to claim any portion of a loss because of the passive activity loss limitations, and that loss is the only tax item reported to you from the shelter.

Filing Form 8271

Attach Form 8271 to any return on which a deduction, loss, credit, or other tax benefit is claimed or reported, or any income reported, from an interest in a registration-required tax shelter. These returns include applications for tentative refunds (Form 1045 and 1139) and amended returns (Form 1040X and 1120X).

Furnishing Copies of Form 8271 to Investors

A pass-through entity that has invested in a registration-required tax shelter must furnish copies of its Form 8271 to its partners, shareholders, or beneficiaries.

However, in the case where (a) the pass-through entity acquired at least a 50% interest in one tax year in a registered tax shelter (and in which it had not held an interest in a prior year), and (b) the investment would not meet the definition of a tax shelter immediately following the acquisition if it had been offered for sale at that time, the pass-through entity need not distribute copies of Form 8271 to its investors. The pass-through entity alone is required to prepare Form 8271 and include it with the entity tax return.

Penalty for Not Including Registration Number on Return

A \$250 penalty will be charged for each failure to include a tax shelter registration number on a return on which it is required to be included unless the failure is due to reasonable cause.

Specific Instructions Investor's Identifying Number

Enter the social security number or employer identification number shown on the return to which this Form 8271 is attached.

Investor's Tax Year Ended

Enter the date the tax year ended for the return to which this Form 8271 is attached.

Investor Reporting of Tax Shelter Registration Number

▶ Attach to your tax return

▶ If you received this form from a partnership, S corporation, or trust, see the instructions.

Investor's name(s) shown on return THE PEW MEMORIAL TRUST CROW FAMILY HOLDINGS REALTY PARTNERS, L.P.	Investor's identifying number 23-6234669 75-2727421	Investor's tax year ended 12/31/2002
--	---	--

	(a) Tax Shelter Name	(b) Tax Shelter Registration Number (11-digit number)	(c) Tax Shelter Identifying Number
1	KIMPTON DEVELOPMENT		
2	OPPORTUNITY FUND, L.P.	99063000041	94-3279901
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General Instructions

Section references are to the Internal Revenue Code

Purpose of Form

Use Form 8271 to report the tax shelter registration number the IRS assigns to certain tax shelters required to be registered under section 8111

("registration-required tax shelters") and to report the name identifying number of the tax shelter. This information must be reported even if the particular interest is producing net income for the filer of Form 8271. Use additional forms to report more than 10 tax shelter registration numbers.

Note: A tax shelter registration number does not indicate that the tax shelter or its claimed tax benefits have been reviewed, examined, or approved by the IRS.

Who Must File

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Specific Instructions Investor's Identifying Number

Enter the social security number or employer identification number shown on the return to which this Form 8271 is attached.

Investor's Tax Year Ended

Enter the date the tax year ended for the return to which this Form 8271 is attached.

Investor Reporting of Tax Shelter Registration Number

▶ Attach to your tax return

▶ If you received this form from a partnership, S corporation, or trust, see the instructions

Attachment
Sequence No 71

Investor's name(s) shown on return

PARTNER # 17

Investor's identifying number

23-6234669

Investor's tax year ended

12/31/2002

THE PEW MEMORIAL TRUST

	(a) Tax Shelter Name	(b) Tax Shelter Registration Number (11-digit number)	(c) Tax Shelter Identifying Number
1	NEW ENTERPRISE ASSOCIATES VI LP	93271000395	52-1827316
2	HIGHLAND CAPITAL PARTNERS III	95-23500032	04-3278967
3	HIGHLAND CAPITAL PARTNERS, L.P.	88062001032	04-3013156
4	SUMMIT VENTURES IV, L.P.	95235000056	04-3278221
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General Instructions

Section references are to the Internal Revenue Code

Purpose of Form

Use Form 8271 to report the tax shelter registration number the IRS assigns to certain tax shelters required to be registered under section 6111

("registration-required tax shelters") and to report the name identifying number of the tax shelter. This information must be reported even if the particular interest is producing net income for the filer of Form 8271. Use additional forms to report more than 10 tax shelter registration numbers. **Note:** A tax shelter registration number does not indicate that the tax shelter or its claimed tax benefits have been reviewed, examined, or approved by the IRS.

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Specific Instructions Investor's Identifying Number

Enter the social security number or employer identification number shown on the return to which this Form 8271 is attached.

Investor's Tax Year Ended

Enter the date the tax year ended for the return to which this Form 8271 is attached.

Investor Reporting of Tax Shelter Registration Number

▶ Attach to your tax return
▶ If you received this form from a partnership, S corporation, or trust, see the instructions

Investor's name(s) shown on return PARTNER # 17 THE PEW MEMORIAL TRUST		Investor's identifying number 23-6234669	Investor's tax year ended 12/31/2002
(a) Tax Shelter Name		(b) Tax Shelter Registration Number (11-digit number)	(c) Tax Shelter Identifying Number
1	EUROPEAN RENAISSANCE CAPITAL LP	9223200064	04-3190156
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General Instructions

Section references are to the Internal Revenue Code

Purpose of Form

Use Form 8271 to report the tax shelter registration number the IRS assigns to certain tax shelters required to be registered under section 6111

("registration-required tax shelters") and to report the name identifying number of the tax shelter. This information must be reported even if the particular interest is producing net income for the filer of Form 8271.

Use additional forms to report more than 10 tax shelter registration numbers.

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Furnishing Copies of Form 8271 to Investors

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However, in the case where (a) the pass-through entity acquired at least a 50% interest in one tax year in a registered tax shelter (and in which it had not held an interest in a prior year), and (b) the investment would not meet the definition of a tax shelter immediately following the acquisition if it had been offered for sale at that time, the pass-through entity need not distribute copies of Form 8271 to its investors. The pass-through entity alone is required to prepare Form 8271 and include it with the entity tax return.

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Specific Instructions Investor's Identifying Number

Enter the social security number or employer identification number shown on the return to which this Form 8271 is attached.

Investor's Tax Year Ended

Enter the date the tax year ended for the return to which this Form 8271 is attached.

Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund

Department of the Treasury
Internal Revenue Service

▶ See separate instructions

Attachment
Sequence No **69**

Name of shareholder **THE FEW MEMORIAL TRUST** Identifying number (see page 2 of instructions)
THE GLENMEDE TRUST COMPANY **23-6234669**

Number, street, and room or suite no. (If a P.O. box, see page 2 of instructions.)
1650 MARKET STREET, SUITE 1200 Shareholder tax year: calendar year 20 **02** or other tax year beginning 20 and ending 20

City or town, state, and ZIP code or country
PHILADELPHIA, PA 19103-7391

Check type of shareholder filing the return: Individual Corporation Partnership S Corporation Nongrantor Trust Estate

Name of passive foreign investment company (PFIC) or qualified electing fund (QEF):
SEE SCHEDULES ATTACHED Employer identification number (if any):

Address (Enter number, street, city or town, and country):
SEE SCHEDULES ATTACHED Tax year of company or fund: calendar year 20 **02** or other tax year beginning 20 .. and ending 20

Part I Elections (See instructions)

- A Election To Treat the PFIC as a QEF** I, a shareholder of a PFIC, elect to treat the PFIC as a QEF. Complete lines 1a through 2c of Part II.
- B Deemed Sale Election** I, a shareholder on the first day of a PFIC's first tax year as a QEF, elect to recognize gain on the deemed sale of my interest in the PFIC. Enter gain or loss on line 10f of Part IV.
- C Deemed Dividend Election** I, a shareholder on the first day of a PFIC's first tax year as a QEF that is a controlled foreign corporation (CFC), elect to treat an amount equal to my share of the post-1986 earnings and profits of the CFC as an excess distribution. Enter this amount on line 10e.
- D Election To Extend Time For Payment of Tax** I, a shareholder of a QEF, elect to extend the time for payment of tax on the undistributed earnings and profits of the QEF until this election is terminated. Complete lines 3a through 4c of Part II to calculate the tax that may be deferred.
Note: If any portion of line 1a or line 2a of Part II is includible under section 551 or 951, you may **not** make this election. Also, see sections 1294(c) and 1294(f) and the related regulations for events that terminate this election.
- E Election To Recognize Gain on Deemed Sale of PFIC** I, a shareholder of a former PFIC, elect to treat as an excess distribution the gain recognized on the deemed sale of my interest in the PFIC, or, if I qualify, my share of the PFIC's post-1986 earnings and profits deemed distributed, on the last day of its last tax year as a PFIC under section 1297(a). Enter gain on line 10f of Part IV.
- F Election To Mark-to-Market PFIC Stock** I, a shareholder of a PFIC, elect to mark-to-market the PFIC stock that is marketable within the meaning of section 1296(e). Complete Part III.

Part II Income From a Qualified Electing Fund (QEF). All QEF shareholders complete lines 1a through 2c. If you are making Election D, also complete lines 3a through 4c. (See page 5 of instructions.)

<p>1a Enter your pro rata share of the ordinary earnings of the QEF</p> <p>b Enter the portion of line 1a that is included in income under section 551 or 951 or that may be excluded under section 1293(g)</p> <p>c Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income.</p>	<p>1a</p> <p>1b</p> <p>1c</p>	<p>SEE ATTACHED</p> <p>SEE ATTACHED</p>
<p>2a Enter your pro rata share of the total net capital gain of the QEF</p> <p>b Enter the portion of line 2a that is included in income under section 551 or 951 or that may be excluded under section 1293(g)</p> <p>c Subtract line 2b from line 2a. This amount is a net long-term capital gain. Enter this amount in Part II of the Schedule D used for your income tax return. (See instructions.)</p>	<p>2a</p> <p>2b</p> <p>2c</p>	<p>SEE ATTACHED</p>
<p>3a Add lines 1c and 2c</p> <p>b Enter the total amount of cash and the fair market value of other property distributed or deemed distributed to you during the tax year of the QEF. (See instructions.)</p> <p>c Enter the portion of line 3a not already included in line 3b that is attributable to shares in the QEF that you disposed of, pledged, or otherwise transferred during the tax year.</p> <p>d Add lines 3b and 3c</p> <p>e Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets). Important: If line 3e is greater than zero, and no portion of line 1a or 2a is includible in income under section 551 or 951, you may make Election D with respect to the amount on line 3e.</p>	<p>3b</p> <p>3c</p> <p>3d</p> <p>3e</p>	<p>SEE ATTACHED</p>
<p>4a Enter the total tax for the tax year. (See instructions.)</p> <p>b Enter the total tax for the tax year determined without regard to the amount entered on line 3e.</p> <p>c Subtract line 4b from line 4a. This is the deferred tax, the time for payment of which is extended by making Election D. See instructions.</p>	<p>4a</p> <p>4b</p> <p>4c</p>	<p>SEE ATTACHED</p>

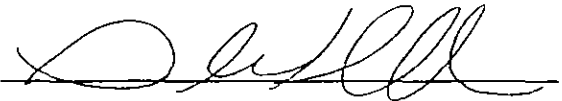
AMI IV-Q, LTD.

Annual Intermediary Statement for HMTF-LA Venezuela Cable, Ltd.

- (i) This Annual Intermediary Statement applies to the taxable year of HMTF-LA Venezuela Cable, Ltd beginning on January 1, 2002 and ending on December 31, 2002
- (ii) The shareholder's pro rata share of ordinary earnings and net capital gain of HMTF-LA Venezuela Cable, Ltd for the taxable year specified in (i) above
- | | |
|-------------------|------|
| Ordinary earnings | none |
| Net capital gain | none |
- (iii) The amount of cash and fair market value of other property distributed or deemed distributed by HMTF-LA Venezuela Cable, Ltd to the shareholder for the taxable year specified in (i) above
- | | |
|-------------------------------------|------|
| Cash | none |
| Fair market value of other property | none |
- (iv) HMTF-LA Venezuela Cable, Ltd will permit the shareholder to inspect and copy HMTF-LA Venezuela Cable, Ltd's permanent books of account, records, and such other documents as may be maintained by HMTF-LA Venezuela Cable, Ltd that are necessary (i) to establish that HMTF-LA Venezuela Cable, Ltd's ordinary earnings and net capital gains are computed in accordance with U S income tax principles, and (ii) to verify these amounts and the shareholder's pro rata shares thereof

AMI IV-Q, Ltd

By



David W Knickel, Treasurer and Vice President

March 10, 2003

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

2002

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return See separate instructions**
Information furnished for the foreign partnership's tax year
(see instructions) beginning 01/01, 2002, and ending 12/31, 2002

Attachment
Sequence No **118**

Important: All information must be in English All amounts must be in U S dollars unless otherwise indicated

Name of person filing this return
THE FEW MEMORIAL TRUST
Filer's identifying number
23-6234669

Filer's address (if you are not filing this form with your tax return)
A Category of filer (see Categories of Filers in the instructions and check applicable box(es))
1 2 3 4
B Filer's tax year beginning _____ 20 _____ and ending _____ 20 _____

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

D If filer is a member of a consolidated group but not the parent enter the following information about the parent
Name _____ EIN _____
Address _____

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner
NOT APPLICABLE					

F1 Name and address of foreign partnership
PAN AM SPORTS FUND IV LIMITED PARTNERSHIP
C/O HICKS, MUSE, TATE & FURST INCORPORATED
200 CRESCENT COURT, SUITE 1600 DALLAS, TX 75201
2 EIN (if any)
98-0211025
3 Country under whose laws organized

4 Date of organization 7/15/1999
5 Principal place of business CAYMAN ISLANDS
6 Principal business activity code number 525990
7 Principal business activity INVESTMENTS
8a Functional currency US DOLLAR
8b Exchange rate (see instr)

G Provide the following information for the foreign partnership's tax year
1 Name, address, and identifying number of agent (if any) in the United States
NOT APPLICABLE
2 Check if the foreign partnership must file
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed
PHILADELPHIA, PA

3 Name and address of foreign partnership's agent in country of organization, if any
HUNTLOW CORPORATE SERVICES LIMITED
THE HUNTLOW BUILDING, FORT STREET
GEORGETOWN, GRAND CAYMAN, CAYMAN ISLANDS
4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
DAVID W KNICKEL
HICKS, MUSE, TATE & FURST INCORPORATED
200 CRESCENT COURT, SUITE 1600 DALLAS, TX 75201

5 Were any special allocations made by the foreign partnership? Yes No
6 Number of foreign disregarded entities owned by the partnership (attach list) NONE
7 How is this partnership classified under the law of the country in which it is organized? EXEMPTED LIMITED PARTNERSHIP
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$600,000
If "Yes," do not complete Schedules L, M-1, and M-2
N/A

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return
Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge
Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Sign and Complete Only If Form is Filed Separately
Preparer's signature _____ Date _____
Firm's name (or yours if self-employed) address, and ZIP code _____
Check if self-employed EIN _____
Phone no _____

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

a Owns a direct interest b Owns a constructive interest

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

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

Name	Address	Identifying number (if any)	Check if foreign person
NOT APPLICABLE - PARTNER OWNS LESS THAN 10% IN TRANSFEREE PARTNERSHIP AND TRANSFERRED SOLELY IN CASH			

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

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

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
PAN AMERICAN SPORTS PARTNERS COMPANY	C/O HICKS, MUSE, TATE & FURST	98-0208123	N/A	X
PAN AMERICAN SPORTS HOLDINGS LTD	INCORPORATED 200 CRESCENT COURT, SUITE 1600 DALLAS, TX 75201	98-0208125	N/A	X

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

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

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

SCHEDULE O
(Form 8865)

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

OMB No 1545-1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865. See Instructions for Form 8865

Name of transferor
THE FEW MEMORIAL TRUST

Filer's identifying number
23-6234669

Name of foreign partnership
PAN AM SPORTS FUND IV LIMITED PARTNERSHIP

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	3/26/02 6/19/02		15,823. 6,142.				.136660%
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

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

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

▶ Yes No

For Paperwork Reduction Act Notice, see the Instructions for Form 8865

Schedule O (Form 8865) 2002

Form **8865**

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

OMB No 15-5-1668

(December 1999)

▶ Attach to your tax return See separate instructions
Information furnished for the foreign partnership's tax year

Attachment
Sequence No 118

Department of the Treasury
Internal Revenue Service

(see instructions) beginning 01/01 2002 and ending 12/31 2002

Important All information **MUST** be in English All amounts **MUST** be in U S dollars unless otherwise indicated

Name of person filing this return

The First Memorial Trust

Identifying number

23-6234669

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

A Category of filer (see Categories of Filers in the instructions and check applicable box(es))

1 2 3 4

B Filer's tax year beginning 1 1 and ending 12 31, 02

C Filer's share of liabilities Nonrecourse \$ 0 Qualified nonrecourse financing \$ 0 Other \$ 0

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

Name

EIN

Address

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner
NOT APPLICABLE					

F1 Name and address of foreign partnership

QUALIFIED FUND, C V
C/O HICKS, MUSE, TATE, & FURST INCORPORATED
200 CRESCENT COURT, SUITE 1600, DALLAS, TX 75201

2 EIN (if any)

75-2785520

3 Country under whose laws organized

NETHERLANDS

4 Date of organization <u>07/31/1998</u>	5 Principal place of business <u>UNITED STATES/ NETHERLANDS</u>	6 Principal business activity code number <u>525990</u>	7 Principal business activity <u>INVESTMENTS</u>	8 Functional currency and exchange rate (see instr) <u>U S DOLLAR</u>
---	--	--	---	--

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

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

NOT APPLICABLE

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

PHILADELPHIA, PENNSYLVANIA

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

MESPIERSON TRUST B V
HERENGRACHT 548, 1017 CG
AMSTERDAM, THE NETHERLANDS

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

DAVID W KNICKEL
HICKS, MUSE, TATE & FURST INCORPORATED
200 CRESCENT COURT, SUITE 1600, DALLAS, TX 75201

- 5 Were any special allocations made by the foreign partnership? ▶ Yes No
- 6 Number of foreign disregarded entities owned by the partnership (attach list) ▶ NONE
- 7 How is this partnership classified under the law of the country in which it is organized? ▶ CLOSED LIMITED PARTNERSHIP
- 8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? ▶ Yes No
- 9 Does this partnership meet both of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$600,000
 If "Yes" do not complete Schedules L, M-1, and M-2 } ▶ Yes No
 NOT APPLICABLE

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

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

Signature of general partner or limited liability company member

Date

Paid Preparer's Use Only

Preparer's signature

Date

Check if self-employed

Preparer's SSN or PTIN

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

EIN

ZIP code

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

a Owns a direct interest b Owns a constructive interest

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

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

Name	Address	Identifying number (if any)	Check if foreign person
NOT APPLICABLE - PARTNER OWNS LESS THAN 10% IN TRANSFEREE PARTNERSHIP AND TRANSFERRED SOLELY CASH			

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

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

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
SEED ACQUISITION, C.V.	C/O RICKS, MUSE, TATE & FURST	75-2793161	NOT	X
FUND ACQUISITION CO., C.V.	INCORPORATED	75-2785519	APPLICABLE	X
INTERNATIONAL SEED HOLDINGS, L.P.	200 CRESCENT COURT,	98-0214611	NOT	X
HMTF/TEMIC MICROTONE CAYMAN, L.P.	SUITE 1600	98-0216526	APPLICABLE	X
	DALLAS, TX 75201			

Schedule B Income Statement — Trade or Business Income

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

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

SCHEDULE O
 (Form 8865)
 (December 1999)
 Department of the Treasury
 Internal Revenue Service

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

OMB No 1545-1068

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor: The Pew Memorial Trust Identifying number: 23-6234669

Name of foreign partnership

QUALIFIED FUND, C V

Part I Transfers Reportable Under Section 6038B

N/A

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

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

NOT APPLICABLE

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

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

▶ Yes No

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

2002

Department of the Treasury
Internal Revenue Service

Information furnished for the foreign partnership's tax year
(see instructions) beginning **01/01/2002**, and ending **12/31/2002**

Attachment
Sequence No **118**

Important: All information must be in English All amounts must be in U S dollars unless otherwise indicated

Name of person filing this return **THE FEW MEMORIAL TRUST** Filer's identifying number **23-6234669**

Filer's address (if you are not filing this form with your tax return) **A** Category of filer (see Categories of Filers in the instructions and check applicable box(es))
 1 2 3 4
B Filer's tax year beginning _____ and ending _____

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

D If filer is a member of a consolidated group but not the parent, enter the following information about the parent
 Name _____ EIN _____
 Address _____

E Information about certain other partners (see instructions)

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

F1 Name and address of foreign partnership **2** EIN (if any)
HMTF FUND V CAYMAN, L.P. **98-0336423**
C/O HICKS, MUSE, TATE & FURST, INCORPORATED
200 CRESCENT COURT, SUITE 1600, DALLAS, TEXAS 75201 **3** Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization 11/22/2000	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 525990	7 Principal business activity INVESTMENTS	8 Functional currency US DOLLARS	8b Exchange rate (see instr) N/A
--	---	---	--	---	---

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

1 Name, address, and identifying number of agent (if any) in the United States
NOT APPLICABLE

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

3 Name and address of foreign partnership's agent in country of organization, if any
HUNTLAW CORPORATE SERVICES, LTD.
THE HUNTLAW BUILDING
FORT STREET
GEORGETOWN, GRAND CAYMAN, CAYMAN ISLANDS

4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different
DAVID W. KNICKEL
HICKS, MUSE, TATE & FURST INCORPORATED
200 CRESCENT COURT, SUITE 1600
DALLAS, TEXAS 75201

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

6 Number of foreign disregarded entities owned by the partnership (attach list) **THREE***

7 How is this partnership classified under the law of the country in which it is organized? **EXEMPTED LIMITED PARTNERSHIP**

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? Yes No

9 Does this partnership meet both of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$600,000
 If "Yes," do not complete Schedules L, M-1, and M-2 Yes No
NOT APPLICABLE

Sign Here Only if You Are Filing This Form Separately and Not With Your Tax Return
 Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements and to the best of my knowledge and belief, it is true correct and complete Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge
 Signature of general partner or limited liability company member _____ Date _____

Paid Preparer Sign and Complete Only if Form is Filed Separately
 Preparer's signature _____ Date _____ Check if self employed Preparer's SSN or PTIN _____
 Firm's name (or yours if self-employed) address, and ZIP code _____ EIN _____ Phone no _____

Schedule A

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

a Owns a direct interest b Owns a constructive interest

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

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

Name	Address	Identifying number (if any)	Check if foreign person
N/A - PARTNER TRANSFERRED TO SOLELY CASH AND DID NOT OWN 10% OR GREATER INTEREST IN TRANSFEREE PARTNERSHIP			

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

Schedule A-2

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

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
PAN AMERICAN SPORTS PARTNERSHIP COMPANY	C/O HICKS, MUSE, TATE & FURST INCORPORATED	98-0208123	N/A	X
HMTF BRIDGE I5 (CAYMAN) Ltd	200 CRESCENT COURT	52-2248571	N/A	X
HMTF CAYMAN FOUR LTD	SUITE 1600 DALLAS, TEXAS 75201	523-2323722	N/A	X

Schedule B

Income Statement - Trade or Business Income

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

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

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

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

OMB No 1545-1668

2002

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor

THE PEW MEMORIAL TRUST

Efilcr's identifying number

23-6234669

Name of foreign partnership

BMTF FUND V CAYMAN, L.P.

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	<u>3/26</u> <u>4/15, 6/19</u>		<u>50,939 19,775</u> <u>109,684</u>				<u>.637490%</u>
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

(a) Type of property	(b) Date of original transfer	(c) Date of disposition	(d) Manner of disposition	(e) Gain recognized by partnership	(f) Depreciation recapture recognized by partnership	(g) Gain allocated to partner	(h) Depreciation recapture allocated to partner
NOT							
APPLICABLE							

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

Yes No

For Paperwork Reduction Act Notice, see the Instructions for Form 8865

Schedule O (Form 8865) 2002

Form **8865**

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

OMB No 1545 1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return. See separate instructions
Information furnished for the foreign partnership's tax year
(see instructions) beginning 01/01, 2002 and ending 12/31, 2002

Attachment
Sequence No 118

Important All information must be in English. All amounts must be in U.S. dollars unless otherwise indicated.

Name of person filing this return: The Pew Memorial Trust
Filer's identifying number: 03-6234669

Filer's address (if you are not filing this form with your tax return):
A Category of filer (see Categories of Filers in the instructions and check applicable box(es))
1 2 3 4
B Filer's tax year beginning 1-1 20 01, and ending 12-31 20 02

C Filer's share of liabilities: Nonrecourse \$ 0 Qualified nonrecourse financing \$ 0 Other \$ 0

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

E Information about certain other partners (see instructions)			(4) Check applicable box(es)		
(1) Name	(2) Address	(3) Identifying number	Category 1	Category 2	Constructive owner
NOT APPLICABLE					

F1 Name and address of foreign partnership: HMTF EQUITY FUND IV (1999) CAYMAN, LP
C/O HICKS, MUSE, TATE & FURST INCORPORATED
200 CRESCENT COURT, SUITE 1600, DALLAS, TX 75201
2 EIN (if any): 98-0214613
3 Country under whose laws organized: CAYMAN ISLANDS

4 Date of organization: 11/5/99
5 Principal place of business: CAYMAN ISLANDS
6 Principal business activity code number: 525990
7 Principal business activity: INVESTMENTS
8 Functional currency and exchange rate (see instr): US DOLLAR

G Provide the following information for the foreign partnership's tax year:
1 Name, address, and identifying number of agent (if any) in the United States: NOT APPLICABLE
2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed: PHILADELPHIA, PA
3 Name and address of foreign partnership's agent in country of organization, if any: HUNTLOW CORPORATE SERVICES LIMITED, THE HUNTLOW BUILDING, FORT STREET, GEORGETOWN, GRAND CAYMAN, CAYMAN ISLANDS
4 Name and address of person(s) with custody of the books and records of the foreign partnership and the location of such books and records, if different: LINDA THOMPSON, HICKS, MUSE, TATE & FURST INCORPORATED, 200 CRESCENT COURT, SUITE 1600, DALLAS, TX 75201

5 Were any special allocations made by the foreign partnership? Yes No
6 Number of foreign disregarded entities owned by the partnership (attach list): NONE
7 How is this partnership classified under the law of the country in which it is organized? **EXEMPTED LIMITED PARTNERSHIP**
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$600,000
If "Yes" do not complete Schedules L, M-1, and M-2. Yes No
NOT APPLICABLE

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return: Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member: _____ Date: _____

Paid Preparer's Use Only: Preparer's signature: _____ Date: _____ Check if self-employed Preparer's SSN or PTIN: _____
Firm's name (or yours if self-employed) address and ZIP code: _____ EIN: _____ Phone no: _____

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

a Owns a direct interest b Owns a constructive interest

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

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

Name	Address	Identifying number (if any)	Check if foreign person
NOT APPLICABLE - PARTNER OWNS AND TRANSFERRED SOLELY CASH	LESS THAN 10% IN TRANSFEREE PARTNERSHIP		

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

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

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
SEED ACQUISITION, CV	C/O HICKS, MUSE, TATE & FURST, INCORPORATED	75-2793161	NOT APPLICABLE	X
INTERNATIONAL SEED HOLDINGS, LP	200 CRESCENT COURT	98-0214611	NOT APPLICABLE	X
HI CAYMAN, LP	SUITE 1600	98-0336528	APPLICABLE	X
EUROPEAN PCB GROUP CAYMAN	DALLAS, TX 75201	98-0224974	N/A	X

Schedule B Income Statement — Trade or Business Income

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

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

SCHEDULE O
(Form 8865)

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

OMB No 1545-1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor
The Pew Memorial Trust

Name of foreign partnership
HMTF EQUITY FUND IV (1999) CAYMAN, LP

Filer's identifying number
23-6234669

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	<i>VARIOUS IN 2002</i>		<i>1,488.</i>				<i>.136655%</i>
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

INTEREST IN A SENIOR SUBORDINATED PROMISSORY NOTE FROM STONEVILLE HOLDING CORPORATION - AT TAX BASIS

Part II Dispositions Reportable Under Section 6038B

N/A

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

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

Form **8865**

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

OMS No 1545-668

(December 1999)

▶ Attach to your tax return. See separate instructions. Information furnished for the foreign partnership's tax year

Attachment Sequence No 118

Department of the Treasury
Internal Revenue Service

(see instructions) beginning 01/01 2002 and ending 12/31 2002

Important All information **MUST** be in English. All amounts **MUST** be in U.S. dollars unless otherwise indicated.

Name of person filing this return: The Pew Memorial Trust Identifying number: 23-6234669

Filer's address (if you are not filing this form with your tax return):
A Category of filer (see Categories of Filers in the instructions and check applicable boxes):
1 2 3 4
B Filer's tax year beginning 1/1 and ending 12/31/02

C Filer's share of liabilities: Nonrecourse \$ 0 Qualified nonrecourse financing \$ 0 Other \$ 0

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

E Information about certain other partners (see instructions)

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner
NOT APPLICABLE					

F1 Name and address of foreign partnership: AMI IV-Q LTD
C/O HICKS, MUSE, TATE & FURST INCORPORATED
200 CRESCENT COURT, SUITE 1600, DALLAS, TX 75201
2 EIN (if any): 98-0200346
3 Country under whose laws organized: CAYMAN ISLANDS

4 Date of organization: 07/27/1998 5 Principal place of business: CAYMAN ISLANDS
6 Principal business activity code number: 525990 7 Principal business activity: INVESTMENTS
8 Functional currency and exchange rate (see instr): U S DOLLAR

G Provide the following information for the foreign partnership's tax year:
1 Name, address, and identifying number of agent (if any) in the United States: NOT APPLICABLE
2 Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed: PHILADELPHIA, PENNSYLVANIA

3 Name and address of foreign partnership's agent in country of organization, if any: W S WALKER & COMPANY
CALEDONIAN HOUSE, MARY STREET
GEORGE TOWN, GRAND CAYMAN, CAYMAN ISLANDS
4 Name and address of person(s) with custody of the books and records of the foreign partnership and the location of such books and records, if different: DAVID W RNICHEL
HICKS, MUSE, TATE & FURST INCORPORATED
200 CRESCENT COURT, STE 1600, DALLAS, TX 75201

5 Were any special allocations made by the foreign partnership? Yes No
6 Number of foreign disregarded entities owned by the partnership (attach list): NONE
7 How is this partnership classified under the law of the country in which it is organized? EXEMPTED LIMITED COMPANY
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$600,000
If "Yes" do not complete Schedules L, M-1, and M-2. Yes No
NOT APPLICABLE

Sign Here Only if You Are Filing This Form Separately and Not With Your Tax Return
Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.
Signature of general partner or limited liability company member: _____ Date: _____

Paid Preparer's Use Only
Preparer's signature: _____ Date: _____ Check if self-employed:
Firm's name (or yours if self-employed) and address: _____ EIN: _____
Preparer's SSN or PTIN: _____ ZIP code: _____

Schedule A

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

a Owns a direct interest

b Owns a constructive interest

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

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

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

Does the partnership have any other foreign person as a direct partner?

Yes

No

Schedule A-2

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

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
AMI IV-O CAYMAN, L.P.	C/O HICKS, MUSE, TATE & FIRST INCORPORATED	98-0193852	NOT APPLICABLE	X
HMTF AMI (SP) LTD	200 CRESCENT COURT	98-0211252	NOT APPLICABLE	X
ARGENTINA MEDIA INVESTMENTS, L.P.	SUITE 1600 DALLAS, TX 75201	98-0211249	APPLICABLE	X

Schedule B - Income Statement - Trade or Business Income

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

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

SCHEDULE O
 (Form 8865)
 (December 1999)
 Department of the Treasury
 Internal Revenue Service

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

CMB No 1545-1668

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor
The Pew Memorial Trust Identifying number
23-6234669

Name of foreign partnership
 AMI IV-Q, LTD

Part I Transfers Reportable Under Section 6038B

N/A

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

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

NOT APPLICABLE

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 8865

Schedule O (Form 8865) (12 99)

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

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return See separate instructions
Information furnished for the foreign partnership s tax year
(see instructions) beginning 2002 and ending 20

Attachment
Sequence No **118**

Important All information must be in English All amounts must be in U S dollars unless otherwise indicated

Name of person filing this return **THE FEW MEMORIAL TRUST** Filer's identifying number **23-6234669**

Filer's address (if you are not filing this form with your tax return) A Category of filer (see Categories of Filers in the instructions and check applicable box(es))
1 2 3 4

B Filer's tax year beginning 1-1-2002 and ending 12-31-2002

C Filer's share of liabilities Nonrecourse \$ **NONE** Qualified nonrecourse financing \$ **NONE** Other \$ **NONE**

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

E information about certain other partners (see instructions)					
(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership **DLJMB OVERSEAS PARTNERS III, C.V. C/O JOHN B. GORSIRAWEG 14 WILLEMSTAD, CURACAO NETHERLANDS, ANTILLES**
2 EIN (if any) **98-0231603**
3 Country under whose laws organized **NETHERLANDS, ANTILLES**

4 Date of organization **7/18/2000** 5 Principal place of business **NETHERLANDS, ANTILLES** 6 Principal business activity code number **523900** 7 Principal business activity **INVESTMENTS** 8a Functional currency **USD** 8b Exchange rate (see instr)

G Provide the following information for the foreign partnership s tax year **N/A**

1 Name address, and identifying number of agent (if any) in the United States **NOT APPLICABLE**
2 Check if the foreign partnership must file Form 1042 Form 8804 Form 1065 or 1065 B Service Center where Form 1065 or 1065 B is filed **PHILADELPHIA, PA 19255-0011**

3 Name and address of foreign partnership s agent in country of organization if any **NOT APPLICABLE**
4 Name and address of person(s) with custody of the books and records of the foreign partnership and the location of such books and records, if different **DLJ MERCHANT BANKING III, INC. C/O CFSB, ATTN: PRIVATE EQUITY ELEVEN MADISON AVENUE, 13th FLOOR NEW YORK, NY 10010**

5 Were any special allocations made by the foreign partnership? Yes No
6 Number of foreign disregarded entities owned by the partnership (attach list) **N/A**
7 How is this partnership classified under the law of the country in which it is organized? **PARTNERSHIP**
8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? Yes No
9 Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$600,000 } Yes No
If "Yes" do not complete Schedules L, M-1 and M 2

Sign Here Only if You Are Filing This Form Separately and Not With Your Tax Return Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge

Signature of general partner or limited liability company member Date

Paid Preparer Sign and Complete Only if Form is Filed Separately Preparer's signature Date Check if self employed Preparer's SSN or PTIN Firm's name (or yours if self employed) address and ZIP code EIN Phone no ()

Schedule A

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

a Owns a direct interest

b Owns a constructive interest

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

Schedule A-1

Certain Partners of Foreign Partnership (see instructions)

Name	Address	Identifying number (if any)	Check if foreign person
NOT APPLICABLE - PARTNER OWNED LESS THAN 10% AND TRANSFERRED SOLEY CASH			

Does the partnership have any other foreign person as a direct partner?

Yes

No

Schedule A-2

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

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
DLJMB OVERSEAS PARTNERS III, C.V. DOES NOT OWN A DIRECT OR INDIRECT 10% INTEREST IN ANY OTHER US OR NON-US PARTNERSHIP.				

Schedule B

Income Statement—Trade or Business Income

N/A

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

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

SCHEDULE O
(Form 8865)

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

OMB No 1545 1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor
THE FEW MEMORIAL TRUST

Filer's identifying number
23-6234669

Name of foreign partnership
DLJMB OVERSEAS PARTNERS III, C.V.

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	VARIOUS IN 2002		1,418,951				LESS THAN 1%
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

NOT APPLICABLE

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

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

▶ Yes No



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

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return See separate instructions
Information furnished for the foreign partnership's tax year
(see instructions) beginning 2002 and ending 20

Attachment
Sequence No **118**

Important All information must be in English All amounts must be in U S dollars unless otherwise indicated

Name of person filing this return **THE PEW MEMORIAL TRUST** Filer's identifying number **03-6034669**

Filer's address (if you are not filing this form with your tax return) A Category of filer (see Categories of Filers in the instructions and check applicable box(es))
1 2 3 4

B Filer's tax year beginning 20 and ending 20

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

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

Name EIN
Address

E Information about certain other partners (see instructions)

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

F1 Name and address of foreign partnership
BLACKSTONE FI CAPITAL PARTNERS (CAYMAN), L.P.
345 PARK AVENUE
NEW YORK, NY 10154
2 EIN (if any)
13-4116626
3 Country under whose laws organized
CAYMAN ISLANDS

4 Date of organization **5/1/2000** 5 Principal place of business **CAYMAN ISLANDS** 6 Principal business activity code number **523900** 7 Principal business activity **INVESTMENTS** 8a Functional currency **USD** 8b Exchange rate (see instr) **N/A**

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

1 Name address and identifying number of agent (if any) in the United States
THE BLACKSTONE GROUP
345 PARK AVENUE
NEW YORK, NY 10154
2 Check if the foreign partnership must file
 Form 1042 Form 8804 Form 1065 or 1065 B
Service Center where Form 1065 or 1065 B is filed
OGDEN, UTAH

3 Name and address of foreign partnership's agent in country of organization, if any
NONE
4 Name and address of person(s) with custody of the books and records of the foreign partnership and the location of such books and records, if different

- 5 Were any special allocations made by the foreign partnership? ▶ Yes No
- 6 Number of foreign disregarded entities owned by the partnership (attach list) **BCP WIRELESS CAYMAN CORP** ▶
- 7 How is this partnership classified under the law of the country in which it is organized? ▶ **CAYMAN ISLANDS EXEMPTED, L.P.**
- 8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? ▶ Yes No
- 9 Does this partnership meet both of the following requirements?
 - The partnership's total receipts for the tax year were less than \$250,000 and
 - The value of the partnership's total assets at the end of the tax year was less than \$600,000
} ▶ Yes No
If Yes do not complete Schedules L, M-1, and M-2

Sign Here Only if You Are Filing This Form Separately and Not With Your Tax Return Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge
Signature of general partner or limited liability company member Date

Paid Preparer Sign and Complete Only if Form is Filed Separately Preparer's signature Date Check if self employed Preparer's SSN or PTIN Firm's name (or yours if self employed) address and ZIP code EIN Phone no ()

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

a Owns a direct interest b Owns a constructive interest

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

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

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

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

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

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
CROWLEY DATA L.L.C.				

Schedule B Income Statement—Trade or Business Income

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

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

SCHEDULE O
(Form 8865)

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

OMB No 1545 1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor

THE PEW MEMORIAL TRUST

Filer's identifying number

23-6234669

Name of foreign partnership

BLACKSTONE FI CAPITAL PARTNERS (CAYMAN) L.P.

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	VARIOUS IN 2002		493,699				.33%
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

NA

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

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

▶ Yes No



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

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return See separate instructions
Information furnished for the foreign partnership's tax year
(see instructions) beginning 2002 and ending 20

Attachment
Sequence No **118**

Important All information must be in English All amounts must be in U S dollars unless otherwise indicated

Name of person filing this return **THE PEW MEMORIAL TRUST** Filer's identifying number **03-6234669**

Filer's address (if you are not filing this form with your tax return) A Category of filer (see Categories of Filers in the instructions and check applicable box(es))
1 2 3 4

B Filer's tax year beginning 1-1 2002 and ending 12-31 2002

C Filer's share of liabilities Nonrecourse \$ 0-0-0 Qualified nonrecourse financing \$ 0-0-0 Other \$ 0-0-0

D If filer is a member of a consolidated group but not the parent enter the following information about the parent
Name EIN
Address

E Information about certain other partners (see instructions)			(4) Check applicable box(es)		
(1) Name	(2) Address	(3) Identifying number	Category 1	Category 2	Constructive owner
N/A					

F1 Name and address of foreign partnership
BLACKSTONE FI2 CAPITAL PARTNERS (CAYMAN) . L.P.
345 PARK AVENUE
NEW YORK, NY 10154
2 EIN (if any) **13-4130013**
3 Country under whose laws organized **CAYMAN ISLANDS**

4 Date of organization **MAY 1, 2000** 5 Principal place of business **CAYMAN ISLANDS** 6 Principal business activity code number **523900** 7 Principal business activity **INVESTMENTS** 8a Functional currency **USD** 8b Exchange rate (see instr) **N/A**

G Provide the following information for the foreign partnership's tax year
1 Name address, and identifying number of agent (if any) in the United States
WALKER & WALKER HOUSE
MARY STREET, GEORGETOWN, P.O. BOX 2656T
GRAND CAYMAN, CAYMAN ISLANDS
2 Check if the foreign partnership must file
 Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed
OGDEN, UTAH
3 Name and address of foreign partnership's agent in country of organization if any
NONE
4 Name and address of person(s) with custody of the books and records of the foreign partnership and the location of such books and records, if different
BLACKSTONE MANAGEMENT ASSOCIATES (CAYMAN) III L.P.
C/O THE BLACKSTONE GROUP
345 PARK AVENUE, NEW YORK, NY 10154

- 5 Were any special allocations made by the foreign partnership? ▶ Yes No
- 6 Number of foreign disregarded entities owned by the partnership (attach list) **BCP EXCALIBUR HOLDCO (CAYMAN ISLANDS)**
- 7 How is this partnership classified under the law of the country in which it is organized? ▶ **CAYMAN ISLANDS**
- 8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? ▶ Yes No
- 9 Does this partnership meet both of the following requirements?
 - The partnership's total receipts for the tax year were less than \$250,000 and
 - The value of the partnership's total assets at the end of the tax year was less than \$600,000
▶ Yes No
If "Yes" do not complete Schedules L, M-1, and M-2

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge

Signature of general partner or limited liability company member Date

Paid Preparer Sign and Complete Only If Form is Filed Separately Preparer's signature Date Check if self-employed Preparer's SSN or PTIN Firm's name (or yours if self employed) address and ZIP code EIN Phone no ()

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

a Owns a direct interest b Owns a constructive interest

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

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

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

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

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

Name	Address	EIN (if any)	Total ordinary income or loss	Check if foreign partnership
CALLAHAN INVESTCO GERMANY 1 S.A.R.L.				
CALLAHAN INVESTCO GERMANY 2 S.A.R.L.				

Schedule B Income Statement—Trade or Business Income

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

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

**SCHEDULE O
(Form 8865)**

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

OMB No 1545-1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor
THE PEW MEMORIAL TRUST

Name of foreign partnership
BLACKSTONE FIR CAPITAL PARTNERS (CAYMAN) L.P.

Filer's identifying number
23-6234669

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	VARIOUS IN 2002		699,369.				LESS THAN 10%
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

N/A

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

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



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

▶ Attach to your tax return See separate instructions
 Information furnished for the foreign partnership's tax year
 (see instructions) beginning 2002 and ending 2002

Important All information must be in English All amounts must be in U S dollars unless otherwise indicated

Name of person filing this return **THE FEW MEMORIAL TRUST** Filer's identifying number

Filer's address (if you are not filing this form with your tax return)
 A Category of filer (see Categories of Filers in the instructions and check applicable box(es))
 1 2 3 4
 B Filer's tax year beginning 20..... and ending 20.....

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

D If filer is a member of a consolidated group but not the parent enter the following information about the parent
 Name EIN
 Address

E Information about certain other partners (see instructions)

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

F1 Name and address of foreign partnership
 CYPRESS MERCHANT B PARTNERS II (CAYMAN) L.P.
 65 EAST 55TH STREET
 NEW YORK, NY 10022
 2 EIN (if any)
 52-2358089
 3 Country under whose laws organized
 CAYMAN ISLANDS

4 Date of organization 12/11/2001	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 523900	7 Principal business activity INVESTMENTS	8a Functional currency USD	8b Exchange rate (see instr) N/A
--------------------------------------	---	---	--	-------------------------------	-------------------------------------

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

1 Name, address, and identifying number of agent (if any) in the United States CYPRESS ASSOCIATES II (CAYMAN) L.P. 65 EAST 55TH STREET (28TH FLOOR) NEW YORK, NY 10022	2 Check if the foreign partnership must file <input type="checkbox"/> Form 1042 <input type="checkbox"/> Form 8804 <input checked="" type="checkbox"/> Form 1065 or 1065 B Service Center where Form 1065 or 1065 B is filed OGDEN, UTAH
3 Name and address of foreign partnership's agent in country of organization if any WALKERS P.O. BOX 265 GT WALKER HOUSE GRAND CAYMAN, CAYMAN ISLANDS	4 Name and address of person(s) with custody of the books and records of the foreign partnership and the location of such books and records if different CYPRESS ASSOCIATES II (CAYMAN) 65 EAST 55TH STREET NEW YORK, NY 10022

5 Were any special allocations made by the foreign partnership? ▶ Yes No
 6 Number of foreign disregarded entities owned by the partnership (attach list) ▶ NONE
 7 How is this partnership classified under the law of the country in which it is organized? ▶ PARTNERSHIP
 8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? ▶ Yes No
 9 Does this partnership meet both of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$600,000 } ▶ Yes No
 If "Yes" do not complete Schedules L, M-1, and M-2

Sign Here Only if You Are Filing This Form Separately and Not With Your Tax Return
 Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.

Paid Preparer Sign and Complete Only if Form is Filed Separately	Preparer's signature	Date	Check if self employed <input type="checkbox"/>	Preparer's SSN or PTIN
	Firm's name (or yours if self employed) address and ZIP code	EIN	Phone no ()	

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

a Owns a direct interest b Owns a constructive interest

Table with 5 columns: Name, Address, Identifying number (if any), Check if foreign person, Check if direct partner.

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

Table with 4 columns: Name, Address, Identifying number (if any), Check if foreign person.

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

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

Table with 5 columns: Name, Address, EIN (if any), Total ordinary income or loss, Check if foreign partnership.

Schedule B Income Statement—Trade or Business Income N/A

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

Main income statement table with 22 rows. Columns include descriptions, 1a, 1b, 1c, 16a, 16b, 16c, and 22. Rows include Gross receipts or sales, Cost of goods sold, Total income, Salaries and wages, Deductions, and Ordinary income.

SCHEDULE O
(Form 8865)

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

OMB No 1545 1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor

THE PEW MEMORIAL TRUST

Filer's identifying number

23-6234669

Name of foreign partnership

CYPRESS MERCHANT B PARTNERS II (CAYMAN) L.P.

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	6/25/2002		354,788.				294605%
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

N/A

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

Part III

Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

▶ Yes No



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

2002

Department of the Treasury
Internal Revenue Service

▶ **Attach to your tax return See separate instructions**
Information furnished for the foreign partnership's tax year
(see instructions) beginning , 2002, and ending , 20

Attachment
Sequence No **118**

Important: All information must be in English All amounts must be in U.S. dollars unless otherwise indicated

Name of person filing this return THE FEW MEMORIAL TRUST		Filer's identifying number 27-6234669
Filer's address (if you are not filing this form with your tax return)		A Category of filer (see Categories of Filers in the instructions and check applicable box(es)) 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input checked="" type="checkbox"/> 4 <input type="checkbox"/>
		B Filer's tax year beginning 20..... and ending 20 . . .
C Filer's share of liabilities Nonrecourse \$	Qualified nonrecourse financing \$	Other \$
D If filer is a member of a consolidated group but not the parent, enter the following information about the parent		
Name		EIN
Address		

E Information about certain other partners (see instructions)					
(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership Dover Street IV L.P. Cedar House, 41 Cedar Avenue Hamilton, HM 12, Bermuda					2 EIN (if any) 04-3456831	
					3 Country under whose laws organized Bermuda	
4 Date of organization March 15, 1999	5 Principal place of business Bermuda	6 Principal business activity code number 523900	7 Principal business activity Investments	8a Functional currency US Dollars	8b Exchange rate (see instr) N/A	

G Provide the following information for the foreign partnership's tax year	
1 Name, address, and identifying number of agent (if any) in the United States N/A	2 Check if the foreign partnership must file <input type="checkbox"/> Form 1042 <input type="checkbox"/> Form 8804 <input checked="" type="checkbox"/> Form 1065 or 1065-B Service Center where Form 1065 or 1065-B is filed Philadelphia
3 Name and address of foreign partnership's agent in country of organization, if any N/A	4 Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different HarbourVest Partners, LLC One Financial Center, 44th Floor Boston, MA 02111

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

6 Number of foreign disregarded entities owned by the partnership (attach list) ▶ 1

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

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? ▶ Yes No

9 Does this partnership meet both of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$600,000
 If "Yes," do not complete Schedules L, M-1, and M-2 ▶ Yes No

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return	Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge	
	Signature of general partner or limited liability company member	Date
Paid Preparer Sign and Complete Only If Form Is Filed Separately	Preparer's signature	Date
	Firm's name (or yours if self-employed), address and ZIP code	Check if self-employed <input type="checkbox"/> Preparer's SSN or PTIN
		EIN ▶ : Phone no ()

Schedule A

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

a Owns a direct interest b Owns a constructive interest

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

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

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

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

Schedule A-2

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

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

Schedule B Income Statement- Trade or Business Income

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

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

DOVER STREET IV L.P.

EIN: 04-3456831

FORM 8865

SCHEDULE A-2 ATTACHMENT

	Name	Address	EIN	Total Ordinary Income/ Loss US \$	Check if Foreign Partnership
1	Altos Ventures II, LP	2882 Sand Hill Road, Suite 100 Menlo Park, CA 94025	94-3338590	N/A	
2	Blackstone Offshore Capital Partners III L.P.	c/o The Blackstone Group, 345 Park Avenue, 14th Floor, New York, NY 10154	13-3958252	N/A	X
3	Blackstone CCC Offshore Capital Partners III L.P.	c/o The Blackstone Group, 345 Park Avenue, 14th Floor, New York, NY 10154	13-4034417	N/A	X
4	Blackstone FI Offshore Capital Partners (Cayman) L.P.	c/o The Blackstone Group, 345 Park Avenue, 14th Floor, New York, NY 10154	13-4116628	3,695	X
5	Blackstone IPCS Offshore Capital Partners, L.P.	c/o The Blackstone Group, 345 Park Avenue, 14th Floor, New York, NY 10154	13-4126775	N/A	X
6	Blackstone UTP Offshore Capital Partners, L.P.	c/o The Blackstone Group, 345 Park Avenue, 14th Floor, New York, NY 10154	13-4126903	(1,360,310)	X
7	Blackstone BC Offshore Capital Partners LP	c/o The Blackstone Group, 345 Park Avenue, 14th Floor, New York, NY 10154	13-4041664	(67,089)	X
8	Blackstone UC Offshore Capital Partners LP	c/o The Blackstone Group, 345 Park Avenue, 14th Floor, New York, NY 10154	13-4095437	(123,868)	X
9	Cambrian Fund, LLC	201 San Antonio Circle, #235 Mountain View, CA 94040	91-20691010	N/A	X

DOVER STREET IV L.P.
EIN: 04-3456831

FORM 8865
SCHEDULE A-2 ATTACHMENT

Name	Address	EIN	Total Ordinary Income/ Loss US \$	Check if Foreign Partnership
10 Edelson Technology Partners IV, L.P.	300 Tice Blvd. Woodcliff Lake, NJ 07675	22-3502346	N/A	X
11 Enterprise Partners IV Associates L.P.	2223 Avenida de la Playa, Suite 300, La Jolla, CA 92037	33-0761557	N/A	
12 Goense Bounds & Partners B, L.P.	272 East Deer Path, Suite 300 Lake Forest, IL 60045	36-4375428	N/A	
13 Industri Kapital 1997 LP	30-32 New Street, 3rd Floor St. Helier, Jersey Channel Islands, JE2 3RA	Applied For	N/A	X
14 Innovacom 4 FCRP	23, rue Royale 75008 Paris, France	N/A	N/A	X
15 Kodiak Venture Partners II-A, L P	1000 Winter Street Waltham, MA 02451	04-3539629	N/A	
16 KPN-VNU-Argo II: The Wireless Internet Fund	c/o Argo Global Capital, LLC 601 Edgewater Drive, Suite 345 Wakefield, MA 01880	04-3551274	N/A	
17 Lehman Brothers Offshore Investment Partners II, L.P.	c/o Lehman Brothers Merchant Banking Partners, Inc , 3 World Financial Center, 18th Floor, New York, NY 10285	N/A	N/A	X
18 Magnum Communications Fund LP, A Cayman Esland Partnership	P.O. Box 309, Uglan House South Church Street George Town, Grand Cayman Cayman Islands	98-0212011	N/A	X

DOVER STREET IV L.P.**EIN: 04-3456831****FORM 8865****SCHEDULE A-2 ATTACHMENT**

	Name	Address	EIN	Total Ordinary Income/ Loss US \$	Check if Foreign Partnership
19	Menlo Entrepreneurs Fund IX, LP	3000 Sand Hill Road Building 4, Suite 100 Menlo Park, CA 94025	94-3377962	N/A	
20	Mobius (formerly SOFTBANK) Technology Venture Advisors Fund VI L.P.	200 W Evelyn St Suite 200, Mountain View, CA 94041	77-0545804	N/A	
21	Oak IX Affiliates Fund, L.P.	One Gorham Island Westport, CT 06880	06-1571899		
22	Redpoint Technology Partners Q-1, L.P.	3000 Sand Hill Road Bulding 2, Suite 290 Menlo Park, CA 94025	94-3348544	N/A	
23	TL Ventures IV Interfund L.P.	103 Foulk Road, Suite 202 Wilmington, DE 19803	51-0391210	N/A	
24	TL Ventures V Interfund L.P.	103 Foulk Road, Suite 202 Wilmington, DE 19803	23-3064638	N/A	
25	TL Ventures V L.P.	103 Foulk Road, Suite 202 Wilmington, DE 19803	23-3051374	N/A	
26	U.S. Venture Partners Entrepreneur Partners VII-A, L.P.	2735 Sand Hill Road, Menlo Park, CA 94025	94-3360544	N/A	
27	WorldView Strategic Partners III, L.P.	435 Tasso Street, Suite 120 Palo Alto, CA 94301	77-0529666	N/A	
28	YankeeTek Incubator Fund, L.P.	One Memorial Drive Cambridge, MA 02142	04-3510776	N/A	

DOVER STREET IV L.P.

EIN: 04-3456831

FORM 8865

Number 6 ATTACHMENT

Name	Address	EIN
1 Techno VIII Investors LLC	c/o HarbourVest Partners, LLC One Financial Center, 44th Floor Boston, MA 02111	04-3508630

SCHEDULE O
(Form 8865)

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

OMB No 1545-1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor

THE PEW MEMORIAL TRUST

Filer's identifying number

23-6234669

Name of foreign partnership

DOVER STREET IV L.P.

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	VARIOUS IN 2002		700,000.				6.548245%
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

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

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

▶ Yes No



Form **8865**

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

OMB No 1545-1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return See separate instructions
Information furnished for the foreign partnership's tax year
(see instructions) beginning 2002 and ending 20

Attachment
Sequence No **118**

Important All information must be in English All amounts must be in U S dollars unless otherwise indicated

Name of person filing this return THE PEW MEMORIAL TRUST		Filer's identifying number 23-6234669
Filer's address (if you are not filing this form with your tax return)		A Category of filer (see Categories of Filers in the instructions and check applicable box(es)) 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3 <input checked="" type="checkbox"/> 4 <input type="checkbox"/>
		B Filer's tax year beginning 1/1 .. 20 02 .. and ending ... 12/31 20 02 ..

C Filer's share of liabilities Nonrecourse \$	Qualified nonrecourse financing \$	Other \$
D If filer is a member of a consolidated group but not the parent enter the following information about the parent		
Name	EIN	
Address		

E Information about certain other partners (see instructions)					
(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Category 1	Category 2	Constructive owner

F1 Name and address of foreign partnership		2 EIN (if any)
		3 Country under whose laws organized CAYMAN ISLANDS
4 Date of organization 3/7/2000	5 Principal place of business CAYMAN ISLANDS	6 Principal business activity code number 523900
7 Principal business activity INVESTMENTS	8a Functional currency USD	8b Exchange rate (see instr)

G Provide the following information for the foreign partnership's tax year	
1 Name, address, and identifying number of agent (if any) in the United States EASTPOINTE MANAGEMENT, LLC 330 OLD COUNTRY ROAD, SUITE 204 MINEOLA, NY 11501	2 Check if the foreign partnership must file <input type="checkbox"/> Form 1042 <input type="checkbox"/> Form 8804 <input checked="" type="checkbox"/> Form 1065 or 1065-B Service Center where Form 1065 or 1065-B is filed PHILADELPHIA
3 Name and address of foreign partnership's agent in country of organization if any NONE	4 Name and address of person(s) with custody of the books and records of the foreign partnership and the location of such books and records, if different NONE

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

6 Number of foreign disregarded entities owned by the partnership (attach list) ▶ **NONE**

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

8 Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? ▶ Yes No N/A

9 Does this partnership meet both of the following requirements?
 • The partnership's total receipts for the tax year were less than \$250,000 and
 • The value of the partnership's total assets at the end of the tax year was less than \$600,000
 If "Yes" do not complete Schedules L, M-1, and M-2 } ▶ Yes No N/A

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return	Under penalties of perjury I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.	
	Signature of general partner or limited liability company member	Date
Paid Preparer Sign and Complete Only If Form is Filed Separately	Preparer's signature	Date
	Firm's name (or yours if self-employed) address and ZIP code	Check if self-employed <input type="checkbox"/> Preparer's SSN or PTIN EIN ▶ Phone no ()

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

a Owns a direct interest b Owns a constructive interest

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

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

Name	Address	Identifying number (if any)	Check if foreign person
SEE SCHEDULE ATTACHED			

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

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

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

Schedule B Income Statement—Trade or Business Income N/A

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

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

SCHEDULE O
(Form 8865)

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

OMB No 1545-1668

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor

THE PEW MEMORIAL TRUST

Filer's identifying number

23-6234669

Name of foreign partnership

RESOURCE CAPITAL FUND II, L.P.

Part I Transfers Reportable Under Section 6038B

Type of property	(a) Date of transfer	(b) Number of items transferred	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Section 704(c) allocation method	(f) Gain recognized on transfer	(g) Percentage interest in partnership after transfer
Cash	VARIOUS IN 2002		1,812,292				LESS THAN 1%
Marketable securities							
Inventory							
Tangible property used in trade or business							
Intangible property							
Other property							

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

N/A

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

Part III Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

▶ Yes No



Form **8865**

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

OMB No 1545-1653

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return. See separate instructions.
Information furnished for the foreign partnership's tax year
(see instructions) beginning 1-1-2002 and ending 12-31-2002

Attachment
Sequence No 118

Important All information must be in English. All amounts must be in U.S. dollars unless otherwise indicated.

Name of person filing this return: THE PEW MEMORIAL TRUST Identifying number: 23-6234669

Filer's address (if you are not filing this form with your tax return): _____
A. Category of filer (see Categories of Filers in the instructions and check applicable box(es))
1 2 3 4

B. Filer's tax year beginning 1 1 and ending 12 31 02 02

C. Filer's share of liabilities: Nonrecourse \$ 0 Qualified nonrecourse financing \$ 0 Other \$ 0

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

Name: _____ EIN: _____
Address: _____

E. Information about certain other partners (see instructions)

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

F1. Name and address of foreign partnership: DOUGHTY HANSON & CO
EUROPEAN REAL ESTATE, L.P.
NUMBER 1 TIMBER PLACE
45 PALL MALL, LONDON SW1Y5JG
2. EIN (if any): 98-0210487
3. Country under whose laws organized: UNITED KINGDOM

4. Date of organization: 7/29/99 5. Principal place of business: UNITED KINGDOM
6. Principal business activity code number: 523900 7. Principal business activity: OTHER FINANCIAL INVESTMENTS
8. Functional currency and exchange rate (see instr.): US \$

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

1. Name, address, and identifying number of agent (if any) in the United States: N/A
2. Check if the foreign partnership must file:
 Form 1042 Form 8804 Form 1065 or 1065 B
Service Center where Form 1065 or 1065 B is filed: N/A

3. Name and address of foreign partnership's agent in country of organization, if any: N/A
4. Name and address of person(s) with custody of the books and records of the foreign partnership, and the location of such books and records, if different:
DOUGHTY HANSON & CO
EUROPEAN REAL ESTATE, L.P.
TIMES PLACE 45
PALL MALL, LONDON SW1Y5JG

- 5. Were any special allocations made by the foreign partnership? ▶ Yes No
 - 6. Number of foreign disregarded entities owned by the partnership (attach list) ▶ NONE
 - 7. How is this partnership classified under the law of the country in which it is organized? ▶ ENGLISH LIMITED PARTNERSHIP
 - 8. Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? ▶ Yes No
 - 9. Does this partnership meet both of the following requirements?
 - The partnership's total receipts for the tax year were less than \$250,000 and
 - The value of the partnership's total assets at the end of the tax year was less than \$600,000▶ Yes No
- If "Yes," do not complete Schedules L, M-1, and M-2.

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

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

Signature of general partner or limited liability company member: _____ Date: _____

Paid Preparer's Use Only

Preparer's signature: _____ Date: _____ Check if self-employed:

Firm's name (or yours if self-employed) address and ZIP code: _____ Preparer's SSN or PTIN: _____

EIN: _____ Phone no: () _____

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

a Owns a direct interest b Owns a constructive interest

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

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

Name	Address	Identifying number (if any)	Check if foreign person
N/A			

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

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

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

Schedule B Income Statement—Trade or Business Income

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

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

SCHEDULE O
(Form 8865)

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

OMB No 1545-1668

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

2002

Name of transferor
The PEW MEMORIAL TRUST

Identifying number
23-6234669

Name of foreign partnership
DOUGHTY HANSON & CO EUROPEAN REAL ESTATE L P

Part I Transfers Reportable Under Section 6038B **N/A**

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

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B **N/A**

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

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



Form **8865**

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

OMB No 1545-1609

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to your tax return. See separate instructions.
Information furnished for the foreign partnership's tax year
(see instructions) beginning 1-1 2002 and ending 12-31 2002

Attachment
Sequence No 118

Important All information must be in English. All amounts must be in U.S. dollars unless otherwise indicated.

Name of person filing this return: THE REW MEMORIAL TRUST Identifying number: 23-6234669

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

A. Category of filer (see Categories of filers in the instructions and check applicable box(es))

1 2 3 4

B. Filer's tax year beginning 1-1-01 and ending 12-31-02

C. Filer's share of liabilities: Nonrecourse \$ 0 Qualified nonrecourse financing \$ 0 Other \$ 0

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

Name: _____ EIN: _____

Address: _____

E. Information about certain other partners (see instructions)

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

F1. Name and address of foreign partnership: Silver Lake Partners Cayman L.P.
C/O Walkers
P.O. Box 265 Walker House George Town Grand Cayman
2. EIN (if any): 98-0234429
3. Country under whose laws organized: Grand Cayman

4. Date of organization: 03/1/00 5. Principal place of business: Grand Cayman
6. Principal business activity code number: 525990 7. Principal business activity: Investment
8. Functional currency and exchange rate (see instr.): U.S.

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

1. Name, address, and identifying number of agent (if any) in the United States: _____
2. Check if the foreign partnership must file: Form 1042 Form 8804 Form 1065 or 1065-B
Service Center where Form 1065 or 1065-B is filed: Philadelphia PA 19255 011

3. Name and address of foreign partnership's agent in country of organization, if any: Walkers P.O. Box 265 GT Walker House Cayman Islands Grand Cayman
4. Name and address of person(s) with custody of the books and records of the foreign partnership and the location of such books and records, if different: Silver Lake Technology Management 2725 Sand Hill Road Bldg C Suite 150 Menlo Park CA 94025

5. Were any special allocations made by the foreign partnership? Yes No
6. Number of foreign disregarded entities owned by the partnership (attach list): 0
7. How is this partnership classified under the law of the country in which it is organized? Limited Partnership
8. Did the partnership own any separate units within the meaning of Regulations section 1.1503-2(c)(3) or (4)? Yes No
9. Does this partnership meet both of the following requirements?
• The partnership's total receipts for the tax year were less than \$250,000 and
• The value of the partnership's total assets at the end of the tax year was less than \$600,000 } Yes No
If "Yes" do not complete Schedules L, M-1, and M-2.

Sign Here Only If You Are Filing This Form Separately and Not With Your Tax Return: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member) is based on all information of which preparer has any knowledge.
Signature of general partner or limited liability company member: _____ Date: _____

Paid Preparer's Use Only: Preparer's signature: _____ Date: _____ Check if self-employed: Preparer's SSN or PTIN: _____
Firm's name (or yours if self-employed), address, and ZIP code: _____ EIN: _____ Phone no. () _____

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

a Owns a direct interest b Owns a constructive interest

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

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

Name	Address	Identifying number (if any)	Check if foreign person
N/A			

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

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

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

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

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

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

SCHEDULE O
(Form 8865)

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

OMB No. 1545-0046

2002

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 8865 See Instructions for Form 8865

Name of transferor

THE PEW MEMORIAL TRUST

Identifying number

23-6234669

Name of foreign partnership

Silver Lake Partners Cayman L P

Part I Transfers Reportable Under Section 6038B

N/A

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

Supplemental Information Required To Be Reported (see instructions)

Part II Dispositions Reportable Under Section 6038B

N/A

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

Part III

Is any transfer reported on this schedule subject to gain recognition under section 904(f)(3) or section 904(f)(5)(F)?

▶ Yes No



WESTBROOK REAL ESTATE FUND II, LP
EIN 13-3929552

The taxpayer is required to file Form 8865 with respect to TCI Ventures, Ltd and Leonardo T K , which are both foreign partnership, because of the constructive ownership rules of IRC Section 554(a)(2) Pursuant to Regulation Section 1.6046A, Form 8865 is being filed on behalf of the foreign partnerships Form 8865 for TCI Ventures, Ltd will be included in the Westbrook Allegro, LLC Form 1065 for the year ended December 31, 2002, which will be filed by October 15, 2003 with the Ogden, UT service center Form 8865 for Leonardo T K will be included in the Westbrook Real Estate Fund II, LP Form 1065 for the year ended December 31, 2002, which will be filed by October 15, 2003 with the Ogden, UT service center

FORM 8865 WAS

FILED AT THE PARTHERSHIP LEVEL

WESTBROOK REAL ESTATE FUND IV, LP
EIN 13-4131512

The taxpayer is required to file Form 8865 with respect to WJ West I, Ltd and Duplex Second YK, which are both foreign partnership, because of the constructive ownership rules of IRC Section 554(a)(2) Pursuant to Regulation Section 1.6046A, Form 8865 is being filed on behalf of the foreign partnerships Form 8865 for WJ West I, Ltd will be included in the WB-Cesar Portfolio Investors, LLC Form 1065 for the year ended December 31, 2002, which will be filed by July 15, 2003 with the Ogden, UT service center Form 8865 for Duplex Second YK will be included in the WB-RETEC Portfolio Investors, LLC Form 1065 for the year ended December 31, 2002, which will be filed by July 15, 2003 with the Ogden, UT service center

FORM 8865 WAS

FILED AT THE PARTNERSHIP LEVEL

THE PEW MEMORIAL TRUST
ACCOUNT #0049-00-1/6
EIN: 23-6234669
TAX YEAR ENDING 12/31/02

**ATTACHMENTS PAGE 1 FORM 990-PF
PART I ANALYSIS OF REVENUE AND EXPENSES**

REVENUE

LINE 11	OTHER INCOME		13,482,163
	- PARTNERSHIP INCOME	13,356,082	
	- INTEREST ON PROGRAM RELATED INVESTMENTS	<u>126,081</u>	

EXPENSES

LINE 16a	LEGAL FEES		20,249
	- DECHERT, PRICE & RHOADS		

LINE 16c	OTHER PROFESSIONAL FEES		344,960
	- PRIMECAP MANAGEMENT CO , - INVESTMENT MANAGEMENT FEE	217,070	
	- NICHOLAS APPLGATE - INVESTMENT MANAGEMENT FEE	<u>127,890</u>	

LINE 18	TAXES		31,091
	- 2002 EXCISE TAX PAYMENTS	989,000	
	- LESS PRIOR YEAR TAX REFUNDS	<u>957,909</u>	

LINE 23	OTHER EXPENSES		16,967,058
	- GENERAL AND ADMINISTRATIVE EXPENSES OF THE PEW CHARITABLE TRUSTS DIVISION OF GLENMEDE TRUST COMPANY THESE GENERAL AND ADMINISTRATIVE EXPENSES INCLUDE, BUT ARE NOT LIMITED TO, THE PEW MEMORIAL TRUST'S ALLOCATED PORTION OF SALARIES, WAGES, PENSION PLANS AND EMPLOYEE BENEFITS PAID TO GLENMEDE TRUST COMPANY EMPLOYEES WORKING EXCLUSIVELY ON BEHALF OF THE PEW CHARITABLE TRUSTS THEY DO NOT INCLUDE AMOUNTS REFLECTED ON LINES 13 AND 15 OF FORM 990-PF	14,530,970	
	- MATCHING GIFTS	381,638	
	- PROGRAM DEVELOPMENT & EVALUATION EXPENSE (SEE SCHEDULE 1 ATTACHED FROM PART VIII, LINE 3, FORM 990-PF, PAGE 6)	1,993,237	
	- OTHER PROFESSIONAL SERVICES (SEE SCHEDULE 2 ATTACHED FROM PART VIII, LINE 3, FORM 990-PF, PAGE 6)	<u>61,213</u>	

CONTRIBUTIONS

LINE 25	CONTRIBUTIONS, GIFTS, GRANTS PAID		158,224,714
	- 2002 CONTRIBUTIONS PAID PER PART XV, PAGE 10	160,093,489	
	- LESS PRIOR YEAR RETURNED CONTRIBUTIONS	<u>1,868,775</u>	

EST ANNUAL INCOME	% OF CATEGORY	% OF TOTAL	CURR YIELD	MARKET VALUE	TAX COST
1,215,048	100.00	3.88	1.26	96,421,653	96,421,653
CASH & RESERVES					
FIXED INCOME					
6,327,306	36.14	7.10	3.59	176,240,591	137,140,293
2,603,160	10.95	2.15	4.87	53,418,009	51,446,786
1,631,380	6.32	1.24	5.30	30,808,583	28,105,339
1,688,975	6.51	1.28	5.32	31,730,176	29,171,738
1,813,868	6.52	1.28	5.70	31,807,456	30,186,767
3,442,271	3.29	0.65	21.47	16,033,220	23,569,470
2,550,017	6.00	1.18	8.72	29,241,110	33,565,499
7,848,435	24.28	4.77	6.63	118,412,152	114,351,993
FIXED INCOME TOTAL					
27,905,412	100.00	19.64	5.72	487,691,297	447,537,885
EQUITIES					
55,000	0.04	0.02	11.00	500,000	1,000,000
924,177	3.24	1.67	2.23	41,356,607	42,582,496
411,299	1.24	0.59	2.82	14,603,354	16,747,805
667,631	4.15	1.97	1.36	49,015,022	54,368,085
745,799	2.36	1.13	2.67	27,947,810	27,180,842
548,410	2.40	1.14	1.93	28,411,265	29,099,315
1,737,116	6.53	3.11	2.25	77,244,251	79,355,341
397,362	3.82	1.82	0.88	45,190,228	46,980,458
265,673	4.62	2.20	0.49	54,572,801	55,446,649
206,004	3.59	1.71	0.49	42,473,640	54,293,005
512,129	1.03	0.49	4.21	12,176,076	10,993,861
8,195	0.05	0.02	1.39	590,175	623,583
4,872,463	34.95	16.64	1.18	413,250,345	543,583,112
6,805,478	31.72	15.11	1.81	375,101,490	424,262,832
CONVERTIBLE BONDS					
BASIC INDUSTRIES					
COMMUNICATION SERVICES					
CONSUMER DISCRETIONARY					
CONSUMER STAPLES					
ENERGY					
FINANCIALS					
HEALTH CARE					
REITS					
TECHNOLOGY					
UTILITIES					
OTHER ASSETS					
U.S. MUTUAL FUNDS					
INTERNATIONAL MUTUAL FUNDS					
18,156,736	100.00	47.62	1.54	1,182,433,064	1,386,517,384
EQUITIES TOTAL					
35,585	100.00	30.21	0.00	750,049,580	797,875,401
OTHER ASSETS					
35,585	100.00	30.21	0.00	750,049,580	797,875,401
OTHER TOTAL					

GLENMEDE

THE PEM MEMORIAL TRUST
 0049-00-1/6
 ASSET DIVERSIFICATION
 12/31/02

CASH PAYABLE	44,964,250-	44,964,250-	-1.81	0
CASH RECEIVABLE	11,495,648	11,495,648	0.46	0
GRAND TOTAL	2,694,883,721	2,483,126,992	1.91	47,312,781
ADJUSTMENTS:				
EQUITIES				
REITS	950,202-			0
OTHER				
PARTNERSHIPS AND PRIVATE REITS	2,335,474-			0
ADJUSTED GRAND TOTAL	2,691,598,045	2,483,126,992		

GLENMEDE

THE PEW MEMORIAL TRUST
0049-00-1/6
COMBINED LIST OF ASSETS
12/31/02

SHARES/PAR	DESCRIPTION OF ASSETS	BND RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
94670880	GLENMEDE FUND INC-GOVT CASH PORTFOLIO		1,750,773	1.00	94,670,880	1.28	3.81	1,215,049	0
CASH & RESERVES									
1750771+	CASH		1,750,773	1.00	1,750,773	0.00	0.07	0	
CASH & RESERVES TOTAL									
96,421,653									
FIXED INCOME									
U.S. GOVERNMENT OBLIGATIONS									
4545000	US TREASURY N/B DTD 6/30/2002	AAA	4,549,261	102.22	4,645,854	2.81	0.19	130,669	96,593
2900000	US TREASURY N/B DTD 11/15/1999	AAA	3,073,414	108.00	3,132,000	5.44	0.13	170,375	58,586 #
5448000	US TREASURY N/B DTD 2/15/2002	AAA	5,276,048	108.59	5,916,201	4.49	0.24	265,590	640,154
1000000	U.S. TREASURY BONDS DTD 11/15/1986 7.5% 11/15/2016	AAA	9,273,438	130.78	13,078,100	5.73	0.53	750,000	3,804,663
54194065+	US INFLATION INDEX TREASURY NOTES DTD 4/15/1998 3.625% 4/15/2028 ORIGINAL FACE VALUE: 48,350,000.00	AAA	47,941,795	117.03	63,423,856	3.10	2.55	1,964,535	15,482,061
11500000	U.S. TREASURY BONDS DTD 2/15/1999	AAA	11,057,070	104.50	12,017,500	5.02	0.48	603,750	960,430
56307947+	US INFLATION INDEX TREASURY NOTES DTD 4/15/1999 3.875% 4/15/2029 ORIGINAL FACE VALUE: 51,060,000.00	AAA	51,348,037	122.28	68,853,920	3.17	2.77	2,181,933	17,505,883 #
1610000	U.S. TREASURY NOTES DTD 8/16/1999	AAA	1,650,690	117.41	1,890,237	5.22	0.08	98,613	239,547
3011000	U.S. TREASURY BONDS DTD 2/15/2001	AAA	2,970,540	109.03	3,282,923	4.93	0.13	161,841	312,384

GLENMEDE

THE PEW MEMORIAL TRUST
0049-00-1/6
COMBINED LIST OF ASSETS
12/31/02

SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
U.S. GOVERNMENT MUTUAL FUNDS										
	4838588+ GLENMEDE FUND INC-CORE FIXED INCOME PORTFOLIO			51,446,786	11.04	53,418,009	4.87	2.15	2,603,160	1,971,223 #
	TOTAL			137,140,293		176,240,591	3.59	7.10	6,327,306	39,100,299
U.S. GOVERNMENT AGENCIES										
	1200000 INTERNATIONAL DEV AGENCY - ISRAEL AIA DTD 3/15/1993 6.125% 3/15/2003	AIA		1,192,476	100.82	1,209,828	6.08	0.05	73,500	17,352
	6000000 FED NTL MTG ASSOC DTD 8/6/1999 6.5% 8/15/2004	AIA		5,847,870	107.81	6,468,780	6.03	0.26	390,000	620,910
	11050000 FIMA DTD 3/26/2001 5.5% 3/15/2011	AIA		10,494,627	109.59	12,110,137	5.02	0.49	607,750	1,615,510
	1898000 FIMA DTD 5/25/2001 6% 5/15/2011	AIA		1,993,271	113.03	2,145,328	5.31	0.09	113,880	152,058
	8500000 FIMA DTD 7/26/2002 5.25% 8/1/2012	AIA		8,577,095	104.41	8,874,510	5.03	0.36	446,250	297,415
	TOTAL			51,446,786		53,418,009	4.87	2.15	2,603,160	1,971,223
CORPORATE BONDS - INDUSTRIAL										
	12712000 ABBOTT LABORATORIES DTD 7/5/2001 5.625% 7/1/2006	AA3		12,670,178	109.32	13,897,140	5.15	0.56	715,050	1,226,962
	10000000 WAL MART STORES INC DTD 8/10/1999 6.875% 8/10/2009	AA2		10,579,859	117.80	11,779,700	5.84	0.47	687,500	1,199,841 #
	6030000 IBM CORP DTD 11/27/2002 4.75% 11/29/2012	A1		5,921,701	100.39	6,053,336	4.73	0.24	286,425	131,635
	TOTAL			28,105,339		30,808,583	5.30	1.24	1,631,380	2,703,245

SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
CORPORATE BONDS - FINANCE										
2317500	ASSOC CORP N.A. DTD 4/21/1998 6%	AA1		2,317,493	101.26	2,346,770	5.93	0.09	139,050	29,278 #
8384000	ASSOC CORP NA DTD 10/30/1998 5.75% 11/1/2003	AA1		8,340,133	103.50	8,677,775	5.56	0.35	482,080	337,642 #
3190000	GENL MOTORS ACCEPT CORP DTD 1/11/2001 6.75% 1/15/2006	A2		3,176,474	103.56	3,303,628	6.52	0.13	215,325	127,153
5000000	JP MORGAN CHASE & CO DTD 8/14/2001 5.625% 8/15/2006	A1		5,097,050	106.98	5,348,900	5.26	0.22	281,250	251,850
3395000	CITIGROUP INC DTD 10/11/2000 7.25% 10/1/2010	AA2		3,629,934	116.09	3,941,154	6.25	0.16	246,138	311,220
7660000	GENERAL ELRC CAP CORP DTD 2/15/2002 5.875% 2/15/2012	AAA		7,625,683	106.91	8,189,229	5.50	0.33	450,025	563,546
TOTAL										
				29,171,738		31,730,176	5.32	1.28	1,688,975	2,558,439
CORPORATE BONDS - UTILITIES										
25808000	HOME OWNERSHIP FUNDING CORP - 2 DTD 2/21/1997 13.338% 12/30/2006	N/R		23,569,470	62.13	16,033,220	21.47	0.65	3,442,271	7,536,250-
TOTAL										
				23,569,470		16,033,220	21.47	0.65	3,442,271	7,536,250-
OTHER TAXABLE BOND MUTUAL FUNDS										
3432055+	PIMCO HIGH YIELD FUND INSTL			33,565,499	8.52	29,241,110	8.72	1.18	2,550,017	4,324,389- #
TOTAL										
				23,569,470		16,033,220	21.47	0.65	3,442,271	7,536,250-

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SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
	MORTGAGE BACKED SECURITIES								
	TOTAL			33,565,499	29,241,110	8.72	1.18	2,550,017	4,324,389-
133349+	FRMA #44097 DTD 6/1/1991 6.5% ORIGINAL FACE VALUE: 14,019,000.00 12/1/2003	AAA		134,264	134,040	6.47	0.01	8,668	224- #
675+	FRMA #22355 DTD 12/1/1985 6.75% ORIGINAL FACE VALUE: 6,521,323.00 1/1/2004	AAA		667	676	6.74	0.00	46	10
2853+	FRMA #287809 DTD 6/1/1994 7% ORIGINAL FACE VALUE: 1,107,896.00 3/1/2004	AAA		2,842	2,886	6.92	0.00	200	44
130+	FRMA #1405 DTD 1/1/1983 6.25% ORIGINAL FACE VALUE: 9,468,682.00 4/1/2004	AAA		129	130	6.23	0.00	8	1
6014+	FRMA #50207 DTD 6/1/1989 10.5% ORIGINAL FACE VALUE: 2,471,616.00 6/1/2004	AAA		6,210	6,321	9.99	0.00	631	111 #
42060+	FRMC GR#18-4879 DTD 7/1/1983 7.75% 12/1/2006 ORIGINAL FACE VALUE: 1,663,973.00	AAA		39,010	44,330	7.35	0.00	3,260	5,320
3307+	FRMA #316218 DTD 6/1/1995 6.5% 8/1/2007 ORIGINAL FACE VALUE: 593,130.00	AAA		3,224	3,310	6.49	0.00	215	86
20178+	FRMC #555359 DTD 11/1/1997 6.5% 4/1/2008 ORIGINAL FACE VALUE: 361,324.00	AAA		20,162	20,179	6.50	0.00	1,312	17 #
57348+	FRMC GR#25-5698 DTD 8/1/1985 7.75% 5/1/2008 ORIGINAL FACE VALUE: 619,589.00	AAA		59,284	60,822	7.31	0.00	4,444	1,539

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SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
9260+	PHMC #555350 DTD 11/1/1997 6% ORIGINAL FACE VALUE: 152,522.00 11/1/2008	AAA		9,153	100.69	9,323	5.96	0.00	556	171
690369+	FNMA 1994-20 PN DTD 2/1/1994 6.5% 2/25/2009 ORIGINAL FACE VALUE: 4,404,080.00	AAA		115,244	10.12	69,865	64.23	0.00	44,874	45,379-
131688+	FNMA #287152 DTD 6/1/1994 7.5% 6/1/2009 ORIGINAL FACE VALUE: 1,296,200.00	AAA		135,721	106.74	140,569	7.03	0.01	9,877	4,848 #
88867+	PHMC GOLD #G10753 DTD 11/1/1997 6.5% 9/1/2009 ORIGINAL FACE VALUE: 393,134.00	AAA		89,310	105.40	93,664	6.17	0.00	5,776	4,354 #
41857+	PHMC GR#18-4176 DTD 9/1/1979 7.25% 9/1/2009 ORIGINAL FACE VALUE: 3,913,509.00	AAA		38,430	106.25	44,470	6.82	0.00	3,035	6,041
3485984+	CHASE 1993-M A5 DTD 11/1/1993 6.25% 11/25/2009 ORIGINAL FACE VALUE: 7,860,000.00	AAA		3,467,465	102.18	3,561,909	6.12	0.14	217,874	94,444
3127571+	BEAR STEARNS 95-1 1A DTD 4/1/1995 6.47% 5/25/2010 ORIGINAL FACE VALUE: 16,213,000.00	AAA		3,041,480	101.59	3,177,268	6.15	0.13	195,457	135,788 #
684179+	FNMA #313815 DTD 10/1/1997 6.5% 1/1/2011 ORIGINAL FACE VALUE: 2,865,347.00	AAA		684,514	105.99	725,148	6.13	0.03	44,472	40,633 #
592163+	FNMA #313801 DTD 10/1/1997 8.5% 1/1/2012 ORIGINAL FACE VALUE: 3,058,213.00	AAA		621,617	105.91	627,172	8.03	0.03	50,334	5,555 #
370453+	FNMA #313811 DTD 10/1/1997 7% 3/1/2012 ORIGINAL FACE VALUE: 2,743,488.00	AAA		374,697	103.60	383,790	6.76	0.02	25,932	9,093 #

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SHARES/PAR	DESCRIPTION OF ASSETS	BND	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
16380000	NALICAR LEASING DTD 3/7/1997 7.125% 1/15/2013 ORIGINAL FACE VALUE: 16,380,000.00	AAA	16,114,465	113.53	18,596,378	6.28	0.75	1,167,075	2,481,913
1703813+	COUNTRYWIDE 6.5 6/25/13 DTD 4/1/1998 6.5% 6/25/2013 ORIGINAL FACE VALUE: 8,999,000.00	AAA	1,692,848	102.39	1,744,500	6.35	0.07	110,748	51,652 #
4726489+	PNC MORTGAGE SECURITIES CORP 1998-11 2A DTD 10/1/1998 6.5% 11/25/2013 ORIGINAL FACE VALUE: 15,976,949.00	AAA	4,536,262	102.65	4,851,505	6.33	0.20	307,222	315,243 #
400239+	FHMC GOLD # E82132 DTD 12/1/2000 7% 1/1/2016 ORIGINAL FACE VALUE: 1,119,574.00	AAA	415,310	106.39	425,802	6.58	0.02	28,017	10,492
15945+	FNMA #45685 DTD 4/1/1987 10% 4/1/2016 ORIGINAL FACE VALUE: 900,385.00	AAA	17,072	111.88	17,840	8.94	0.00	1,595	769
5436069+	FNMA #596498 DTD 7/1/2001 6% 7/1/2016 ORIGINAL FACE VALUE: 7,796,206.00	AAA	5,492,978	104.68	5,690,586	5.73	0.23	326,164	197,608
1528857+	FNMA #625990 DTD 1/1/2002 5.5% 12/1/2016 ORIGINAL FACE VALUE: 1,740,718.00	AAA	1,512,852	103.83	1,587,336	5.30	0.06	84,087	74,484
389907+	FHMC GOLD #A01668 DTD 12/1/1996 8.25% 5/1/2017 ORIGINAL FACE VALUE: 1,646,222.00	AAA	406,295	108.56	423,283	7.60	0.02	32,167	16,988
1150000	TBA FNMA 15 YR DTD 1/1/2003 6.5% 1/1/2018 ORIGINAL FACE VALUE: 1,150,000.00	AAA	1,207,500	105.44	1,212,537	6.16	0.05	74,750	5,037
1762068+	FNMA STRIP 45-2 I.O. DTD 11/1/1988 9.5% 11/1/2018 ORIGINAL FACE VALUE: 169,079,275.00	AAA	1,255,095	17.97	316,626	52.87	0.01	167,396	938,469- #

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SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
186721+	FNMA REMIC 88-31 D P.O. DTD 12/1/1988 0% 12/25/2018 ORIGINAL FACE VALUE: 9,898,812.00	AAA		1,189,618	92.38	1,558,243	0.00	0.06	0	368,625
1378546+	FNMA #313800 DTD 10/1/1997 8.5% 8/1/2019 ORIGINAL FACE VALUE: 6,771,580.00	AAA		1,460,710	108.40	1,494,344	7.84	0.06	117,176	33,634 #
81870+	FNMA #336554 DTD 1/1/1996 8.5% 11/1/2019 ORIGINAL FACE VALUE: 949,836.00	AAA		84,945	110.41	90,392	7.70	0.00	6,959	5,447 #
155534+	FNMA #166124 DTD 7/1/1992 10% 1/1/2020 ORIGINAL FACE VALUE: 1,573,804.00	AAA		168,317	113.15	175,987	8.84	0.01	15,553	7,670
108454+	PHMFC #555357 DTD 11/1/1997 10% 4/1/2020 ORIGINAL FACE VALUE: 690,155.00	AAA		118,933	112.26	121,752	8.91	0.00	10,845	2,819 #
9417+	PHMFC GOLD #B70037 DTD 12/1/1991 9.5% 6/1/2020 ORIGINAL FACE VALUE: 343,498.00	AAA		10,225	112.04	10,550	8.48	0.00	895	326
1314175+	PHMFC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020 ORIGINAL FACE VALUE: 6,083,072.00	AAA		1,376,324	106.51	1,399,741	7.51	0.06	105,134	23,417 #
41838+	FNMA #166121 DTD 7/1/1992 9% 6/1/2020 ORIGINAL FACE VALUE: 4,093,192.00	AAA		424,129	110.75	456,127	8.13	0.02	37,065	31,998
181346+	PHMFC GOLD #G00806 DTD 11/1/1997 9% 2/1/2021 ORIGINAL FACE VALUE: 889,007.00	AAA		194,805	110.38	200,169	8.15	0.01	16,321	5,365 #
80014+	FNMA # 313796 DTD 10/1/1997 9.5% 2/1/2021 ORIGINAL FACE VALUE: 376,418.00	AAA		87,594	111.34	89,085	8.53	0.00	7,601	1,492

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680316+	FANNIE MAE FNR 1998-4 PI REMIC DTD 1/1/1998 6.5% 2/18/2021 ORIGINAL FACE VALUE: 7,189,230.00	AAA	487,170	0.32	2,163	2044.41	0.00	44,221	485,007-
147479+	FHMC GOLD #G00807 DTD 11/1/1997 9.5% 3/1/2021 ORIGINAL FACE VALUE: 787,297.00	AAA	158,445	109.17	161,008	8.70	0.01	14,011	2,563 #
109978+	FHMC GOLD #G00805 DTD 11/1/1997 8.5% 6/1/2021 ORIGINAL FACE VALUE: 542,188.00	AAA	116,170	108.56	119,392	7.83	0.00	9,348	3,222 #
160508+	FNMA #313814 DTD 10/1/1997 6.5% 6/1/2021 ORIGINAL FACE VALUE: 905,990.00	AAA	159,737	104.61	167,912	6.21	0.01	10,433	8,175
337787+	FHMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022 ORIGINAL FACE VALUE: 7,495,732.00	AAA	335,524	108.58	366,772	7.37	0.01	27,023	31,248 #
1387144+	FHMC GOLD #G00803 DTD 11/1/1997 7.5% 1/1/2023 ORIGINAL FACE VALUE: 7,575,818.00	AAA	1,422,747	107.54	1,491,763	6.97	0.06	104,036	69,016 #
243509+	FNMA #313807 DTD 10/1/1997 7.5% 2/1/2023 ORIGINAL FACE VALUE: 1,753,901.00	AAA	251,138	106.89	260,275	7.02	0.01	18,263	9,137 #
1017910+	FNR 1993-223 PT DTD 12/1/1993 6.5% 10/25/2023 ORIGINAL FACE VALUE: 10,600,000.00	AAA	100,042	10.21	103,918	63.67	0.00	66,164	3,877
97603+	GNMA #388164 DTD 3/1/1994 7.5% 3/15/2024 ORIGINAL FACE VALUE: 567,700.00	AAA	90,466	107.33	104,758	6.99	0.00	7,320	14,292
1634033+	GNMA #366782 DTD 5/1/1994 7% 5/15/2024 ORIGINAL FACE VALUE: 5,970,100.00	AAA	1,463,991	106.70	1,743,513	6.56	0.07	114,382	279,522

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SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
41597+	FNMA #288864 DTD 7/1/1994 8% 7/1/2024 ORIGINAL FACE VALUE: 762,414.00	AAA		41,376	108.66	45,201	7.36	0.00	3,328	3,825
1231098+	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024 ORIGINAL FACE VALUE: 11,845,000.00	AAA		1,139,831	91.21	1,122,885	0.00	0.05	0	16,947-
11972+	FNMA #290902 DTD 8/1/1994 8% 8/1/2024 ORIGINAL FACE VALUE: 265,000.00	AAA		12,302	108.54	12,995	7.37	0.00	958	693
176686+	FHMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024 ORIGINAL FACE VALUE: 1,164,700.00	AAA		182,057	108.58	191,848	7.37	0.01	14,135	9,790 #
412014+	FNMA #313799 DTD 10/1/1997 8.5% 1/1/2025 ORIGINAL FACE VALUE: 3,111,713.00	AAA		439,755	109.23	450,059	7.78	0.02	35,021	10,304 #
164526+	FHMC GOLD #D65025 DTD 10/1/1995 9% 5/1/2025 ORIGINAL FACE VALUE: 722,753.00	AAA		171,724	111.22	182,979	8.09	0.01	14,807	11,255
4037654+	FHMC GOLD #G00802 DTD 11/1/1997 6.5% 11/1/2025 ORIGINAL FACE VALUE: 13,841,430.00	AAA		3,969,976	104.78	4,230,452	6.20	0.17	262,448	260,477 #
157479+	FNMA #368076 DTD 12/1/1996 8% 11/1/2025 ORIGINAL FACE VALUE: 956,552.00	AAA		160,432	109.35	172,195	7.32	0.01	12,598	11,764
3455172+	FNMA #363680 DTD 11/1/1996 8% 11/1/2026 ORIGINAL FACE VALUE: 19,400,730.00	AAA		3,486,484	108.65	3,753,906	7.36	0.15	276,414	267,422
1529885+	FNMA #365834 DTD 12/1/1996 8% 12/1/2026 ORIGINAL FACE VALUE: 7,721,000.00	AAA		1,542,196	108.65	1,662,159	7.36	0.07	122,391	119,963

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SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
476482+	GNMA #433241 DTD 1/1/1997 7.5% 1/15/2027 ORIGINAL FACE VALUE: 2,535,318.00	AAA		474,918	106.94	509,531	7.01	0.02	35,736	34,612
723267+	FHMC GOLD #D78101 DTD 2/1/1997 8.5% 2/1/2027 ORIGINAL FACE VALUE: 3,464,758.00	AAA		758,526	108.07	781,663	7.86	0.03	61,478	23,137
670509+	FHMA #390895 DTD 6/1/1997 8% 6/1/2027 ORIGINAL FACE VALUE: 5,000,000.00	AAA		683,919	108.32	726,295	7.39	0.03	53,641	42,376
358534+	GNMA #448687 DTD 9/1/1997 7.5% 9/15/2027 ORIGINAL FACE VALUE: 1,766,777.00	AAA		357,357	106.94	383,402	7.01	0.02	26,890	26,044
655250+	GNMA #451439 DTD 9/1/1997 7.5% 9/15/2027 ORIGINAL FACE VALUE: 3,212,670.00	AAA		653,203	106.94	700,698	7.01	0.03	49,144	47,495
397206+	GNMA #458709 DTD 11/1/1997 7.5% 11/15/2027 ORIGINAL FACE VALUE: 1,790,820.00	AAA		395,903	106.94	424,757	7.01	0.02	29,790	28,854
441800+	GNMA #45979 DTD 11/1/1997 7.5% 11/15/2027 ORIGINAL FACE VALUE: 2,793,124.00	AAA		440,350	106.94	472,443	7.01	0.02	33,135	32,093
7664335+	HEADLANDS MORTGAGE INC 1997-4 CLASS X DTD 8/1/1997 1.11284% 11/25/2027 ORIGINAL FACE VALUE: 85,138,000.00	AAA		307,800	1.55	118,874	71.75	0.00	85,292	188,926-
50442+	FHMC GOLD #D87863 DTD 4/1/1998 7% 3/1/2028 ORIGINAL FACE VALUE: 164,846.00	AAA		50,777	105.26	53,096	6.65	0.00	3,531	2,319
1278975+	FHMC GOLD # D89355 DTD 5/1/1998 7% 5/1/2028 ORIGINAL FACE VALUE: 3,644,684.00	AAA		1,287,469	105.26	1,346,262	6.65	0.05	89,528	58,794

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SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
262453+	PHMC GOLD #C10886 DTD 6/1/1998 7% 6/1/2028 ORIGINAL FACE VALUE: 551,172.00	AAA		264,196	105.26	276,261	6.65	0.01	18,372	12,065
1784671+	GNMA #454196 DTD 8/1/1998 7% 8/15/2028 ORIGINAL FACE VALUE: 6,712,288.00	AAA		1,799,450	106.19	1,895,160	6.59	0.08	124,927	95,710
67368+	FNMA #509653 DTD 9/1/1999 7.5% 9/1/2029 ORIGINAL FACE VALUE: 300,628.00	AAA		67,263	106.25	71,580	7.06	0.00	5,053	4,318
95977+	FNMA #511205 DTD 9/1/1999 7.5% 10/1/2029 ORIGINAL FACE VALUE: 309,620.00	AAA		95,827	106.25	101,978	7.06	0.00	7,198	6,151
30626+	FNMA #518567 DTD 10/1/1999 7.5% 10/1/2029 ORIGINAL FACE VALUE: 117,241.00	AAA		30,517	106.25	32,542	7.06	0.00	2,297	2,025 #
699067+	GNMA #434877 DTD 9/1/2000 9% 9/15/2030 ORIGINAL FACE VALUE: 5,684,000.00	AAA		723,425	109.40	764,744	8.23	0.03	62,916	41,319
28937000	TBA FNMA 30 YR DTD 1/1/2003 6.5% 1/1/2033 ORIGINAL FACE VALUE: 28,937,000.00	AAA		29,979,813	104.09	30,121,681	6.24	1.21	1,880,905	141,867 #
7758000	TBA FNMA 30 YR DTD 1/1/2003 7% 1/1/2033 ORIGINAL FACE VALUE: 7,758,000.00	AAA		8,115,595	105.16	8,158,002	6.66	0.33	543,060	42,407
5300000	TBA GNSE 30 YEAR DTD 1/1/2003 6.5% 1/1/2033 ORIGINAL FACE VALUE: 5,300,000.00	AAA		5,524,422	104.88	5,558,375	6.20	0.22	344,500	33,953

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UNREALIZED CAPITAL CHANGE	EST ANNUAL INCOME	% OF TOTAL	CURRENT YIELD	MARKET VALUE	PRICE	TAX COST	BND RTG	DESCRIPTION OF ASSETS	SHARES/PAR
118,412,152	7,848,435	4.77	6.63	487,691,297		114,351,993		TOTAL	
40,153,419	27,905,412	19.64	5.72			447,537,885		FIXED INCOME TOTAL	
								EQUITIES	
								CONVERTIBLE BONDS	
500,000-	55,000	0.02	11.00	500,000	50.00	1,000,000	N/R	RESTRI. SOLUTION SER 144A CONV DTD 7/27/2000 5.5% 7/15/2005	1000000
500,000-	55,000	0.02	11.00	500,000		1,000,000		TOTAL	
3,584	12,784	0.03	2.01	635,612	123.30	632,028		3M CO	5155
54,086-	0	0.00	0.00	101,935	14.50	156,021		AFTERMARKET TECHNOLOGY CORP	7030
270,753-	7,740	0.01	2.63	293,862	22.78	564,615		ALCOA INC	12900
15,390	8,100	0.01	3.49	232,110	25.79	216,720		ALEXANDER & BALDWIN	9000
58,677-	0	0.01	0.00	319,917	23.42	378,594		AMERICAN AXLE & MANUFACTURING HLDS	13660
32,865-	3,520	0.01	2.40	146,696	16.67	179,561		ARJINMERITOR INC	8800
518	967	0.01	0.70	137,548	51.19	137,029		BALT CORP.	2687
2,362-	767	0.00	1.32	58,184	41.56	60,546		CANADIAN NATL RAILWAY CO	1400
169,164-	23,800	0.03	3.06	777,240	45.72	946,404		CATERPILLAR INC.	17000
39,549	39,960	0.01	12.58	317,682	7.95	282,133		CROWN HOLDINGS INC	39960
1,115	1,320	0.00	1.92	68,775	45.85	67,660		DEERE & CO.	1500
78,511-	2,968	0.00	3.48	85,330	8.05	163,841		DELPHI AUTOMOTIVE SYSTEMS	10600
68,000-	11,390	0.01	4.51	252,450	29.70	320,450		DOM CHEM CO.	8500
24400	34,160	0.04	3.30	1,034,560	42.40	1,105,596		E I DU PONT DE NEMOURS & CO.	24400
103025	181,324	0.15	4.79	3,788,229	36.77	4,183,828		EASTMAN CHEMICAL CO.	103025
23200	4,640	0.05	0.37	1,257,904	54.22	1,091,693		FEDTEX CORPORATION	23200
13828	97,453	0.13	3.12	3,122,352	24.35	4,705,168		GENERAL ELECTRIC CO.	13828
11050	0	0.01	0.00	224,868	20.35	263,769		GENESSEE & WYOMING INC - CL A	11050
20000	6,400	0.02	1.38	462,800	23.14	421,280		GEORGIA GULF	20000
5500	3,960	0.01	1.40	283,525	51.55	277,116		M GRAINGER INC	5500
18770	14,078	0.02	3.13	450,480	24.00	458,170		HONEYWELL INTERNATIONAL INC	18770
11000	7,100	0.06	0.47	1,506,620	21.22	1,576,149		INCO LTD	11000

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1600	INSTITUTIONAL TECHNOLOGIES INC. CLASS A			23,857	17.05	27,280	0.00	0.00	0	3,423 #
40100	INTERNATIONAL PAPER CO.			1,450,169	34.97	1,402,297	2.86	0.06	40,100	47,872- #
7544	ITT INDUSTRIES INC			453,778	60.69	457,845	0.99	0.02	4,526	4,068 #
11864	JACOBS ENGINEERING GROUP INC			387,767	35.60	422,358	0.00	0.02	34,592	3,459 #
16108	JOHNSON CONTROLS			959,195	80.17	1,291,378	1.80	0.05	23,196	332,183 #
4300	KENNAMETAL INC			161,796	34.48	148,264	1.97	0.01	2,924	13,532- #
12000	KIRBY CORP			309,474	27.39	328,680	0.37	0.01	1,200	19,206 #
24145	LOCKHEED MARTIN CORP.			980,733	57.75	1,394,374	0.76	0.06	10,624	413,641 #
2000	MARTIN MARIETTA MATERIALS INC			85,080	30.66	61,320	1.96	0.00	1,200	23,760- #
18000	MCADWESTVACO CORP			523,640	24.71	444,780	3.72	0.02	16,560	78,860- #
18700	MILLIPORE CORP.			726,610	34.00	635,800	1.29	0.03	8,228	90,810- #
3600	MISSISSIPPI CHEMICAL CORP			12,731	0.32	1,152	37.50	0.00	432	11,579- #
313592	MONSANTO CO			5,199,402	19.25	6,036,647	2.49	0.24	150,524	837,245 #
9900	NEWMONT MINING CORP.			217,784	29.03	287,397	0.41	0.01	1,188	69,613 #
10000	NORFOLK SOUTHERN CORP.			240,428	19.99	199,900	1.40	0.01	2,800	40,528- #
12100	NORTHROP CORP.			1,495,442	97.00	1,173,700	1.65	0.05	19,360	321,742- #
14545	PACIFIC CORPORATION			158,285	21.86	317,954	0.00	0.01	0	159,669 #
3200	PALT CORP.			51,089	16.68	53,376	2.16	0.00	1,152	2,287 #
27755	PRECISION CASTPARTS CORP			672,018	24.25	673,059	4.49	0.03	1,041	1,041 #
24700	RAYTHEON COMPANY			819,972	30.75	759,525	2.60	0.03	19,760	60,447- #
750	SIGMA-ALDRICH CORP.			30,676	48.70	36,525	0.74	0.00	270	5,849 #
6050	SILGAN HOLDINGS INC			198,283	24.68	149,314	0.00	0.01	0	48,969- #
2944	SPX CORP.			112,899	37.45	110,253	1.07	0.00	1,178	2,646- #
1700	STRATTEC SECURITY CORP			65,329	47.94	81,498	0.00	0.00	0	16,169 #
17990	TELELEX INC.			805,311	42.89	771,591	1.68	0.03	12,720	33,720- #
6600	TEMPLE INLAND INC.			356,990	44.81	295,746	2.86	0.01	8,448	61,244- #
58050	UNION PACIFIC CORP.			3,557,423	59.87	3,475,454	1.54	0.14	53,406	81,970- #
1300	UNITED PARCEL SERVICE - CL B			74,118	63.08	82,004	1.20	0.00	988	7,886 #
70916	UNITED TECHNOLOGIES CORP.			3,899,224	61.94	4,392,537	1.58	0.18	69,498	493,313 #
5000	VEICAN MATERIALS CO			241,733	37.50	187,500	2.51	0.01	4,700	54,233- #
2000	WEYERHAEUSER CO.			122,889	49.21	98,420	3.25	0.00	3,200	24,469- #
TOTAL										
				42,582,496	41,356,607		2.23	1.67	924,177	1,225,891-
COMMUNICATION SERVICES										
327931	A T & T WIRELESS GROUP			1,826,293	5.65	1,852,810	0.00	0.07	0	26,517 #
49845	AT&T CORP.			1,175,157	26.11	1,301,453	2.87	0.05	37,384	126,296 #
69200	CENTURYTEL INC			2,119,921	29.38	2,033,096	0.71	0.08	14,532	86,825- #
30700	NETEL COMMUNICATIONS INC. CLASS A			285,377	11.55	354,585	0.00	0.01	0	69,208 #

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173376	SBC COMMUNICATIONS INC.			5,539,236	27.11	4,700,223	3.98	0.19	187,246	839,012-#
15700	SPRINT CORP.			291,728	14.48	227,336	3.45	0.01	7,850	64,392-#
106680	VERIZON COMMUNICATIONS			5,510,093	38.75	4,133,851	3.97	0.17	164,287	1,376,243-#
TOTAL				16,747,805		14,603,354	2.82	0.59	411,299	2,144,452-
CONSUMER DISCRETIONARY										
11900	A H BETO CORP			239,656	21.32	253,708	1.41	0.01	3,570	14,052 #
20950	AMERICAN EAGLE OUTFITTERS			506,255	13.78	288,691	0.00	0.01	0	217,564-#
15700	AMR CORP.			581,420	6.60	103,620	0.00	0.00	0	477,800-#
20400	AOI TIME WARNER			541,439	13.10	267,240	0.00	0.01	0	274,199-#
10713	BLACK & DECKER CORP.			456,787	42.89	459,481	1.12	0.02	5,142	2,693 #
11482	H & R BLOCK			452,192	40.20	461,576	1.79	0.02	8,267	9,384 #
58415	BRUNSWICK CORP.			1,502,161	19.86	1,160,122	2.52	0.05	29,208	342,039-#
22225	CBTL GROUP INC			631,253	30.13	669,639	0.07	0.03	445	38,386 #
5764	CABLEVISION SYSTEMS - CL A			124,099	16.74	96,489	0.00	0.00	0	27,609-#
316725	CENDANT CORP			4,217,664	10.48	3,319,278	0.00	0.13	0	898,386-#
80649	COMCAST CORP-CL A			1,910,122	23.57	1,900,897	0.00	0.08	9,225-	9,225-#
71850	COOPER INDUSTRIES LTD CL A			2,582,052	36.45	2,618,933	3.84	0.11	100,590	36,881 #
4500	COSTCO WHOLESALE CORP			151,836	28.06	126,270	0.00	0.01	0	25,566-#
4500	COX COMMUNICATIONS INC. CL A			158,241	28.40	127,800	0.00	0.01	0	30,441-#
57414	DANDEN RESTAURANTS INC.			956,163	20.45	1,174,117	0.39	0.05	4,593	217,953 #
5500	WALT DISNEY CO.			154,565	16.31	89,705	1.29	0.00	1,155	64,860-#
21700	EASTMAN KODAK CO.			869,091	35.04	760,368	5.14	0.03	39,060	108,723-#
3900	FAMILY DOLLAR STORES INC			122,873	31.21	121,719	0.83	0.00	1,014	1,154-#
20000	FLORWOOD ENTERPRISES INC.			246,248	7.85	157,000	2.04	0.01	3,200	89,248-#
11100	FORD MOTOR COMPANY			251,747	9.30	103,230	4.30	0.00	4,440	148,517-#
17209	FOX ENTERTAINMENT GROUP INC - A			459,491	25.93	446,229	0.00	0.02	0	13,261-
13600	GENERAL MOTORS CORP.			773,476	36.86	501,296	5.43	0.02	27,200	272,180-#
7300	HARLEY DAVIDSON INC.			372,419	46.20	337,260	0.30	0.01	1,022	35,159-#
5210	HARRMAN INTERNATIONAL INDS INC			104,504	59.50	309,995	0.17	0.01	521	205,491 #
11776	HARRMAN'S ENTERTAINMENT INC.			447,819	39.60	466,330	0.00	0.02	0	18,511 #
38323	HOME DEPOT INC.			1,626,283	24.02	920,518	1.00	0.04	9,198	705,764-#
67385	IRON OFFICE SOLUTION INC			853,392	7.15	481,803	2.24	0.02	10,782	371,589-#
9300	KOHL'S			568,270	55.95	520,335	0.00	0.02	0	47,935-#
2000	LIBERTY CORP			80,276	38.80	77,600	2.27	0.00	1,760	2,676-#
23920	LIBERTY MEDIA CORP-A			339,339	8.94	213,845	0.00	0.01	0	125,494-#
16000	LINENS 'N THINGS INC			491,923	22.60	361,600	0.00	0.01	0	130,323-#
15100	LOWES COS INC			604,062	37.50	566,250	0.27	0.02	1,510	37,812-#

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237822	MASCO CORP.			5,451,648	21.05	5,006,153	2.66	0.20	133,180	445,495-#
1000	MC CLATCHY NEWSPAPER INC. CLASS A			432,762	56.73	56,730	0.71	0.00	400	13,968-#
6500	METRO-GOLDWYN-MAYER INC			133,724	13.00	84,500	0.00	0.00	0	49,224-#
33890	MGM GRAND INC			982,551	32.97	1,117,353	1.21	0.04	13,556	134,803-#
5900	NORTHWEST EXPRESS			105,934	5.35	31,565	0.00	0.00	0	74,369-#
6100	NEWMAN MARCUS GROUP INC CLASS A			220,030	30.39	185,379	0.00	0.00	0	34,651-#
2300	NEWMAN MARCUS GROUP INC CLASS B			77,425	27.33	62,859	0.00	0.00	0	14,566-#
674	NVR INC			221,199	326.50	220,061	0.00	0.01	0	1,138-#
221300	J C PENNEY CO. INC.			4,482,156	23.01	5,092,113	2.17	0.21	110,650	609,957-#
27610	PIER 1 INC			538,878	18.93	522,657	1.27	0.02	6,626	16,220-#
5600	RARE HOSPITALITY INTL INC			154,499	27.62	154,672	0.00	0.01	0	173-#
9369	RENT-A-CENTER INC			457,971	49.95	467,982	0.00	0.02	0	10,011-#
21940	RUBY TUESDAY INC			226,824	17.29	379,343	0.26	0.02	987	152,518-#
9897	SKYWEST INC			135,725	13.07	129,354	0.61	0.01	792	6,372-#
5800	SONY CORP.			328,879	41.31	239,598	0.22	0.01	516	89,281-#
13100	SOUTHWEST AIRLINES			247,621	13.90	182,090	0.13	0.01	236	65,531-#
6310	TALBOT'S INC.			233,218	27.53	173,714	1.31	0.01	2,272	59,503-#
40164	TARGET CORP			1,264,015	30.00	1,204,920	0.80	0.05	9,639	59,094-#
5700	THE MEN'S WEARHOUSE INC			80,902	17.15	97,755	0.00	0.00	0	16,853-#
114655	TRX COS INC			1,837,485	19.52	2,238,066	0.61	0.09	13,759	400,581-#
19600	TOMMY HILFINGER CORP			284,129	6.95	136,220	0.00	0.01	0	147,909-#
10310	TOO INC			306,416	23.52	242,491	0.00	0.01	0	63,925-#
40825	TRIBUNE CO.			7,459,927	45.46	1,855,905	0.97	0.07	17,963	4,023-#
162800	VIACOM INC. CLASS B			7,464,873	40.76	6,635,728	0.00	0.27	0	829,145-#
56550	VLD CORP			1,293,105	22.35	1,263,893	1.61	0.05	20,358	29,212-#
7200	WAL MART STORES INC.			398,956	50.51	363,672	0.59	0.01	2,160	35,284-#
100	WASHINGTON POST B			59,306	738.00	73,800	0.76	0.00	560	14,494-#
19141	YUM BRANDS INC			444,243	24.22	463,595	0.00	0.02	0	19,352-#
TOTAL										
				54,368,085	49,015,022		1.36	1.97	667,631	5,353,060-
CONSUMER STAPLES										
8050	ACTION PERFORMANCE			298,188	19.00	152,950	0.16	0.01	242	145,238-#
125710	ALTRIA GROUP INC			5,724,725	40.53	5,095,027	6.32	0.21	321,818	629,700-#
50470	AMERUSEN BUSCH COS INC.			2,042,811	48.40	2,442,748	1.61	0.10	39,367	399,937-#
20757	COCA-COLA ENTERPRISES			449,536	21.72	450,842	0.74	0.02	3,321	1,306-#
261475	CONAGRA INC.			6,275,879	25.01	6,539,490	3.96	0.26	258,860	263,611-#
44860	CONSTELLATION BRANDS INC A			348,858	23.71	1,063,631	0.00	0.04	0	714,772-#
3870	EMERGIZER HOLDINGS INC -W/I			111,916	27.90	107,973	0.00	0.00	0	3,943-#
15600	MANPOWER INC WIS COM			544,144	31.90	497,640	0.63	0.02	3,120	46,504-#
63025	PEPSI BOTTLING GROUP INC			1,498,960	25.70	1,619,743	0.16	0.07	2,521	120,783-#

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10634	PEPSICO INC.			449,129	42.22	448,967	1.42	0.02	6,380	162-
5340	POLARIS INDUSTRIES INC.			301,778	58.60	312,924	1.91	0.01	5,981	11,146-
45580	PROCTER & GAMBLE CO.			3,342,836	85.94	3,917,146	1.91	0.16	74,751	574,309 #
10800	ROBERT HALF INTL INC			323,725	16.11	173,988	0.00	0.01	0	149,737-
138150	SAFEWAY STORES INC			3,220,589	23.36	3,227,184	0.00	0.13	0	6,595 #
7958	SARA LEE CORP.			177,361	22.51	179,135	2.75	0.01	4,934	1,774 #
153157	TYSON FOODS INC. CLASS A			2,070,407	11.22	1,718,422	1.43	0.07	24,505	351,985-
TOTAL										
				27,180,842		27,947,810	2.67	1.13	745,800	766,966
ENERGY										
6400	AMERADA HESS CORP.			527,346	55.05	352,320	2.18	0.01	7,680	175,026-
51943	AMADARCO PETROLEUM CORP.			2,817,805	47.90	2,488,070	0.84	0.10	20,777	329,736-
13850	CABOT OIL & GAS CORP. CLASS A			357,630	24.78	343,203	0.65	0.01	2,216	14,427-
66600	CONOCOPHILLIPS			3,699,835	48.39	3,222,774	3.31	0.13	106,560	477,061-
258404	EKON MOBIL CORPORATION			9,572,292	34.94	9,028,635	2.63	0.36	237,732	543,657-
3000	FMC TECHNOLOGIES INC			55,940	20.43	61,290	0.00	0.00	0	5,350 #
7040	FOREST OIL CORP.			212,474	27.65	194,656	0.00	0.01	0	17,818-
241950	HALLIBURTON CO.			3,945,692	18.71	4,526,885	2.67	0.18	120,975	581,193 #
7070	HOUSTON EXPLORATION CO			226,348	30.60	216,342	0.00	0.01	0	10,006-
22900	INPEX/OUTPEX INC			348,346	4.25	127,075	0.00	0.01	0	221,271-
22890	KEX ENERGY GROUP INC.			245,159	8.97	205,323	0.00	0.01	0	39,836-
6000	MURPHY OIL CORP.			255,417	42.85	257,100	3.73	0.01	9,600	1,683 #
8200	NORBLE ENERGY INC			341,978	37.55	307,910	0.43	0.01	1,312	34,068-
9260	OCCIDENTAL PETROLEUM CORP.			206,789	28.45	263,447	3.66	0.01	9,630	56,658 #
10200	POGO PRODUCING CO.			299,168	37.25	379,950	0.32	0.02	1,224	80,782 #
1000	ROYAL DUTCH PETROLEUM NY SHARES			41,075	44.02	44,020	3.05	0.00	1,343	2,945 #
750	SCHUMBERGER LTD.			39,515	42.09	31,568	1.78	0.00	563	7,948-
55800	VALERO ENERGY CORP			1,697,324	36.94	2,061,252	1.08	0.08	22,320	363,928 #
17200	VARCO INTERNATIONAL INC			388,308	17.40	299,280	0.00	0.01	0	89,028-
161950	KTO ENERGY INC			3,820,874	24.70	4,000,165	0.16	0.16	6,478	179,291 #
TOTAL										
				29,099,315		28,411,265	1.93	1.14	548,410	688,050-
FINANCIALS										
124350	ATLSTATE CORP.			4,170,276	36.99	4,599,707	2.27	0.19	104,454	429,431 #
19575	AMERICAN EXPRESS CO.			638,594	35.35	691,976	0.91	0.03	6,264	53,382 #
105714	AMERICAN INTERNATIONAL GROUP INC.			7,261,498	57.85	6,115,555	0.32	0.25	19,874	1,145,942-
2900	AMLI RESIDENTIAL PROPERTIES			56,930	21.28	61,712	9.02	0.00	5,568	4,782 #
UNREALIZED CAPITAL CHANGE										

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123750	ASIAN FINANCIAL CORP		123,750	4.65	0.00	0.02	0	451,688
118222	BANK OF AMERICA CORP		8,057,425	69.57	3.68	0.31	302,648	167,280
11100	BANK OF NEW YORK		415,883	23.96	3.17	0.01	8,436	149,927
11000	BANK ONE CORP		432,542	36.55	2.30	0.02	9,240	30,492
175250	BANKNORTH GROUP INC		3,949,624	22.60	2.65	0.16	105,150	11,026
32475	BEAR STEARNS COS. INC.		1,716,548	59.40	1.14	0.08	22,083	212,467
60	BERKSHIRE HATHAWAY INC-CL B		135,766	2423.00	0.00	0.01	0	9,614
88800	BUNGE LTD		2,131,674	24.06	1.60	0.09	34,188	4,854
6775	CDW COMPUTER CENTERS INC		312,395	43.85	0.00	0.01	0	15,312
48090	CHAPTER ONE FINL INC.		1,473,102	28.73	3.06	0.06	42,319	91,476
33925	CHUBB CORP.		2,101,661	52.20	2.68	0.07	47,495	330,776
260766	CITIGROUP INC		9,822,223	35.19	2.05	0.37	187,752	645,868
17680	CULLEN / FROST BANKERS INC		485,192	32.70	2.69	0.02	15,558	92,944
17992	DORAL FINANCIAL CORP		466,337	28.60	1.54	0.02	7,916	48,234
7483	FED HOME LOAN MTG CORP.		300,237	59.05	1.49	0.02	6,585	141,634
40781	FED NAT'L MTG ASSN		2,707,705	64.33	2.05	0.11	53,831	84,264
4106	FIFTH THIRD BANK		247,027	58.55	1.78	0.01	4,270	6,621
182600	FLEETBOSTON FINANCIAL CORPORATION		4,168,891	24.30	5.76	0.18	255,640	268,289
117825	GALLAGHER ARTHUR J & CO COM		2,999,713	29.38	2.04	0.14	70,695	461,986
2000	JEFFERSON PILOT CORP.		92,857	38.11	3.18	0.00	2,420	16,637
5800	JP MORGAN CHASE & CO		133,945	24.00	5.67	0.01	7,888	5,255
41500	LEHMAN BROTHERS HLDS		2,666,780	53.29	0.68	0.09	14,940	455,245
1000	LEUCADIA NATIONAL CORP		34,060	37.31	0.00	0.00	3,250	9,945
42100	LINCOLN NATIONAL CORP IND		1,339,462	31.58	4.24	0.05	56,414	3,945
85200	METLIFE INC		2,433,709	27.04	0.78	0.09	17,892	129,901
15135	MIC INVESTMENT CORP		1,001,535	41.30	0.24	0.03	1,514	376,460
92225	MORGAN ST DEAN WITLER & CO		3,836,339	39.92	2.30	0.15	84,847	154,717
14805	NATIONWIDE FINANCIAL SERV -A		636,784	28.65	1.82	0.02	7,699	212,621
14153	NEW YORK COMMUNITY BANCORP		405,082	28.88	2.77	0.02	11,322	165,876
91200	OLD REPUBLIC INTERNATIONAL CORP		2,526,279	28.00	2.29	0.10	58,368	27,321
18300	PATTERSON-UTI ENERGY INC		581,159	30.17	0.00	0.02	0	29,048
38903	QLOGIC CORP		1,508,418	34.51	0.00	0.05	0	165,876
21100	SUNTRUST BANKS INC.		1,448,193	56.92	3.02	0.05	36,292	247,181
133238	TACHYON INC		500,000	0.39	0.00	0.00	0	448,037
6255	TEXAS REGIONAL BANCSHARES-A		175,699	35.54	1.24	0.01	2,752	46,610
33050	THE PMI GROUP INC		593,613	30.04	0.33	0.04	3,305	399,209
1000	TORCHMARK CORP		37,457	36.53	0.99	0.00	360	927
106149	WELLS FARGO CO		5,175,376	46.87	2.39	0.20	118,887	200,172
2000	ZENITH NATIONAL INSURANCE CORP		53,601	23.52	4.25	0.00	2,000	6,561
79,355,341	TOTAL		77,244,251		2.25	3.11	1,737,116	2,111,091

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8200	AETNA INC NEW			295,601	41.12	337,184	0.10	0.01	328	41,583
9400	ALCON INC			362,893	39.45	370,830	0.00	0.01	0	7,937
6521	ALTEGRA INC			381,045	57.62	375,740	0.62	0.02	2,348	5,305
35250	AMGEN			1,832,576	48.34	1,703,985	0.00	0.07	0	128,591
13628	ANTHEM INC			853,732	62.90	857,201	0.00	0.03	0	3,469
24300	APPLERA CORP-APPLIED BIOSYSTEMS GROUP			577,453	17.54	426,222	0.97	0.02	4,131	151,231
17000	BIOGEN N V			990,582	40.06	681,020	0.00	0.03	0	309,562
14000	BOSTON SCIENTIFIC			240,773	42.52	595,280	0.00	0.02	0	354,507
2150	BOSTON MEYER SQUIBB CO.			82,516	23.15	49,773	4.84	0.00	2,408	32,744
34150	CARDINAL HEALTH INC.			2,178,695	59.19	2,021,339	0.17	0.08	3,415	157,356
26825	CARMARK RX INC			436,158	16.25	435,906	0.00	0.02	0	252
3620	COHERENT INC.			131,517	19.95	72,219	0.00	0.00	0	59,298
3850	COVENTRY HEALTH CARE INC			112,422	29.03	111,766	0.00	0.00	0	656
9390	FORREST LABS INC CLASS A			806,725	98.22	922,286	0.00	0.04	0	115,561
13500	GENZYME CORP.			275,280	29.57	399,195	0.00	0.02	0	123,915
16900	GILEAD SCIENCES INC.			566,185	34.00	574,600	0.00	0.02	0	8,415
26081	GLECH HLDGS CORP.			702,553	27.86	726,616	0.00	0.03	0	24,064
35737	GUIDANT CORP			1,277,023	30.85	1,102,486	0.08	0.04	893	174,536
67073	HCA - THE HEALTHCARE COMPANY			2,479,354	41.50	2,783,530	0.19	0.11	5,366	304,176
32460	HEALTH MANAGEMENT CLASS A			654,773	17.90	581,034	0.45	0.02	2,597	73,739
21600	ICOS CORP.			566,132	23.41	505,656	0.00	0.02	0	60,476
86418	JOHNSON & JOHNSON			4,272,431	53.71	4,641,511	1.53	0.19	70,863	369,080
91075	LABORATORY CORP OF AMERICAN HLDGS			2,779,431	73.34	2,116,583	0.00	0.09	0	662,848
7100	ELI LILLY & CO.			431,418	63.50	450,850	2.11	0.02	9,514	19,432
6180	LINCARE HOLDING INC			176,986	31.62	195,412	0.00	0.01	0	18,426
17550	MEDICIS PHARMACEUTICAL CORP CL A			901,235	49.67	872,106	0.00	0.04	0	29,130
6500	MEDTRONIC INC.			290,805	45.60	296,400	0.55	0.01	1,625	5,595
62335	MEZCK & CO. INC.			3,487,303	56.61	3,528,784	2.54	0.14	89,762	41,483
13527	MYLAN LABORATORIES INC.			445,600	34.90	472,092	0.57	0.02	2,705	26,493
43100	NOVARTIS AG ADR			1,733,999	36.73	1,583,063	1.24	0.06	19,654	150,936
140416	PIZZER INC.			5,161,779	30.57	4,292,517	1.70	0.17	73,016	869,262
41949	PHARMACIA CORPORATION			1,833,102	41.80	1,753,468	1.29	0.07	22,652	79,633
86925	SCHERING PLOUGH CORP.			1,891,811	22.20	1,929,735	3.06	0.08	59,109	37,924
14100	SEPRACOR INC			313,613	9.67	136,347	0.00	0.01	0	177,266
55850	TENET HEALTH CARE			2,382,994	16.40	915,940	2.93	0.04	26,808	1,467,054
29367	TRIND HOSPITALS INC			856,397	29.83	876,018	0.00	0.04	0	19,620
5645	UNITEHEALTH GROUP INC			391,023	83.50	471,358	0.04	0.02	169	80,335
6655	UNIVERSAL HEALTH SERVICES INC CLASS B			219,524	45.10	300,141	0.00	0.01	0	80,616
15809	WATSON PHARMACEUTICALS			449,880	28.27	446,920	0.00	0.02	0	2,959

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17000	WELLCHOICE INC			425,000	23.95	407,150	0.00	0.02	0	17,850-#	
54384	WELLPOINT HEALTH NETWORKS			2,732,139	71.16	3,869,965	0.00	0.16	0	1,137,827 #	
TOTAL				46,980,458		45,190,228	0.88	1.82	397,363	1,790,231-	
REITS											
1244300	BEACON CAPITAL PARTNERS INC			6,612,879	3.59	4,467,037	0.00	0.18	0	2,145,842-#	
6005	BEDFORD PROPERTY INVESTORS			87,433	25.69	154,268	7.79	0.01	12,010	66,836 #	
2106043+	DOUGHTY HANSON & CO EUROPEAN REAL EST			2,106,043	0.77	1,631,551	0.00	0.07	0	474,491-#	
13555	GLINCHER REALTY TRUST			214,338	17.75	240,601	10.83	0.01	26,066	26,263	
21	JDN REALTY CORP.			0	10.95	230	9.50	0.00	22	230	
5000	JMB-IV ENDOWMENT & FOUNDATION			2,305,166	573.16	2,865,812	0.00	0.12	0	560,646	
35470	MACK-CALI REALTY CORP			1,026,341	30.30	1,074,741	8.32	0.04	89,384	48,400 #	
17370	MERSTAR HOSPITALITY CORP			305,468	6.60	114,642	0.61	0.00	695	190,826-#	
153299	MEZZANINE CAPITAL PROP INV INC			17,499,853	140.16	21,487,062	0.00	0.87	0	3,987,210 #	
52300	MGI PROPERTIES COM - LIQUIDATING TRUST			0	0.31	16,213	425.81	0.00	69,036	16,213 #	
35000	NORTSTAR CAPITAL			7,000,000	10.49	3,672,865	0.00	0.15	0	3,327,135-	
48900	PLUM CREEK TIMBER CO INC			1,495,768	23.60	1,154,040	5.93	0.05	68,460	341,728-	
420368	SECURITY CAPITAL EUROPEAN REALTY			8,407,360	18.68	7,852,474	0.00	0.32	0	554,886-#	
419300	SECURITY CAPITAL PREFERRED GROWTH INCORPORATED - FUNDING NOTICE			8,386,000	23.47	9,841,265	0.00	0.40	0	1,455,265 #	
TOTAL				55,446,649		54,572,801	0.49	2.20	265,673	873,846-	
TECHNOLOGY											
54456	ADOBE SYS INCORP			1,852,643	24.80	1,350,563	0.20	0.05	2,723	502,079-#	
6700	ADVANCED FIBRE COMMUNICATION			143,477	16.68	111,756	0.00	0.00	0	31,721-#	
6300	ALTIANT TECHSYSTEMS INC.			388,999	62.35	392,805	0.00	0.02	0	3,806 #	
6700	AMERENOL CORP-CL A			357,498	38.00	254,600	0.00	0.01	0	102,898-#	
21900	APPLIED MATERIALS INC			367,826	13.03	285,357	0.00	0.01	0	82,469-#	
10913	AUTOMATIC DATA PROCESSING INC.			443,023	39.25	428,335	1.22	0.02	5,238	14,688-	
4890	BLACK BOX CORPORATION			224,540	44.80	219,072	0.45	0.01	978	5,468-#	
18350	CHECRFEE CORPORATION			254,230	16.00	293,618	0.00	0.01	0	39,388 #	
19200	CINRA CORP			162,167	5.14	98,688	0.00	0.00	0	63,479-#	
14113	CISCO SYSTEMS			3,267,533	13.10	1,848,581	0.00	0.07	0	1,418,953-#	

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17500	CITRIX SYSTEMS INC			447,956	12.32	215,600	0.00	0.01	0	232,356-
42000	CORNING INC.			322,841	3.31	139,020	7.25	0.01	10,080	183,821-
6980	CYBER INC			257,863	32.25	225,105	0.00	0.01	0	32,758-
125036	DELL COMPUTER			3,403,486	26.74	3,343,463	0.00	0.13	0	60,023-
8800	DESCARTES SYSTEMS GROUP INC			44,092	3.10	27,280	0.00	0.00	0	16,812-
14240	DSP GROUP INC			248,623	15.82	225,277	0.00	0.01	0	23,346-
1100	EBAY INC			77,187	67.82	74,602	0.00	0.00	0	2,585-
50205	ELECTR FOR IMAGING CORP.			1,115,728	16.26	816,384	0.00	0.03	0	299,345-
62037	FIRST DATA CORP.			2,217,460	35.41	2,196,730	0.23	0.09	4,963	20,731-
240625	HEWLETT PACKARD CORP.			3,712,133	17.36	4,177,250	1.84	0.17	77,000	465,117
5480	IMATION CORP			201,186	35.08	192,238	0.00	0.01	0	8,947-
171997	INTEL CORP.			5,517,800	15.57	2,677,993	0.51	0.11	13,760	2,839,806-
69035	INTERNATIONAL BUSINESS MACHINES CORP.			6,839,245	77.50	5,350,213	0.77	0.22	41,421	1,489,033-
19020	IRON INC.			336,026	19.17	364,613	0.00	0.01	0	28,588
26925	KLM-TEENOR CORPORATION			1,275,497	35.37	952,337	0.00	0.04	0	323,160-
25920	L M ERICSSON TELEPHONE CO CL B ADR			790,469	6.74	174,701	0.50	0.01	881	615,768-
37400	LATTICE SEMICONDUCTOR CORP			529,439	8.77	327,998	0.00	0.01	0	201,440-
3500	LEGMARK INTL GROUP INC CL-A			215,635	60.50	211,750	0.00	0.01	0	3,885-
15798	LINEAR TECH CORP.			454,502	25.72	406,325	0.78	0.02	3,160	48,178-
12543	MAXIM INTEGRATED PROD INC			453,240	33.04	414,421	0.24	0.02	1,003	38,819-
10788	MICROCHIP TECHNOLOGY INC.			125,234	24.45	263,767	0.33	0.01	863	11,468-
36700	MICRON TECHNOLOGY INC			1,142,718	9.74	357,458	2.05	0.01	7,340	785,260-
155762	MICROSOFT CORP.			9,053,394	51.70	8,052,895	0.00	0.32	0	1,000,498-
46800	MOTOROLA INC.			758,919	8.65	404,820	1.85	0.02	7,488	354,099-
10721	MYRIAD INC.			78,263	7.30	78,263	0.00	0.00	0	90,847-
133300	NORTEL NETWORKS CORP			883,095	1.61	214,613	4.66	0.01	9,998	668,482-
122686	ORACLE SYSTEMS			1,330,053	10.80	1,325,009	0.00	0.05	0	5,044-
7580	PAVCEK INC			204,250	27.90	211,482	1.58	0.01	3,335	7,232
32233	QUALCOMM CORP.			1,070,572	36.39	1,172,959	0.00	0.05	0	102,387
12200	RATIONAL SOFTWARE CORP			212,665	10.39	126,758	0.00	0.01	0	85,907-
12900	RESEARCH IN MOTION			236,250	13.12	169,248	0.00	0.01	0	67,002-
26035	REYNOLDS & REYNOLDS CO - CL A			375,778	25.47	663,111	1.73	0.03	11,455	287,334
21500	SEAGATE TECHNOLOGY HOLDINGS			258,000	10.73	230,695	0.00	0.01	0	27,305-
1800	SYMANTEC CORP			48,448	40.51	72,918	0.00	0.00	0	24,470
15300	TEKRONIX INC.			444,296	18.19	278,307	0.33	0.01	918	165,989-
7500	TELLABS INC			109,448	7.27	54,525	0.00	0.00	0	54,923-
40000	TEXAS INSTRUMENTS INC.			1,158,524	15.01	600,400	0.57	0.02	3,400	558,124-
6400	TRIQUINT SEMICONDUCTOR INC			97,264	4.24	27,136	0.00	0.00	0	70,128-
10885	VIASHAY INTERTECHNOLOGY INC.			273,357	11.18	121,694	0.00	0.00	0	151,663-
15346	YAHOO			269,285	16.35	250,907	0.00	0.01	0	18,378-

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UTILITIES										
185425	EL PASO CORPORATION			1,105,769	6.96	1,290,558	12.50	0.05	161,320	184,789 #
26450	ENERGY EAST CORP			604,078	22.09	584,281	4.35	0.02	25,392	19,798- #
123150	ENERGY CORP, NEW			4,807,582	45.59	5,614,409	3.07	0.23	172,410	806,827 #
36800	EXELON CORPORATION			1,927,072	52.77	1,941,936	3.34	0.08	64,768	14,864 #
7820	HDU RESOURCES GROUP INC			168,877	25.81	201,834	3.72	0.01	7,507	32,957 #
100915	WISCONSIN ENERGY CORP.			2,380,483	25.20	2,543,058	3.17	0.10	80,732	162,575 #
TOTAL										
				54,293,005		42,473,640	0.49	1.71	206,004	11,819,363-
OTHER ASSETS										
5000	NEWS CORP ADR ONE ADR REPRESENTS			156,465	22.65	113,250	0.61	0.00	695	43,215- #
7500	4 PFD LIMITED VOTING ORDINARY SHS POTASH CORP. OF SASKATCHEWAN INC.			467,118	63.59	476,925	1.57	0.02	7,500	9,807 #
TOTAL										
				623,583		590,175	1.39	0.02	8,195	33,408-
U.S. MUTUAL FUNDS										
1790297+	PARTALON CAPITAL OFFSHORE INVESTORS A/A			10,000,000	6.39	11,442,148	0.00	0.46	0	1,442,148
6519097+	GLENMEDE FUND INC - ADVISOR SMALL CAP EQUITY PORTFOLIO			87,434,410	14.49	94,461,709	0.48	3.80	456,337	* #
9436334+	GLENMEDE FUND INC-SMALL CAP GROWTH			81,285,205	3.96	37,367,881	0.00	1.50	0	43,917,323- #
2660706+	GMO FOREIGN SM COMP FUND - III			26,400,000	9.47	25,196,886	1.12	1.01	282,035	1,203,114- #
13598984+	VANGUARD INSTITUTIONAL TOTAL STR MARKET INDEX FUND INSTITUTIONAL PLUS SHARES			338,463,497	18.00	244,781,721	1.69	9.86	4,134,091	93,681,777- #
TOTAL										
				543,583,112		413,250,345	1.18	16.64	4,872,463	137,360,065-0
INTERNATIONAL MUTUAL FUNDS										

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26946114+	GLENMEDE FUND INC-INTERNATIONAL PORT			345,969,553	11.78	317,425,224	2.05	12.78	6,494,013	*
1899179+	GMO EMERGING MARKETS FUND			19,000,000	8.83	16,769,747	1.86	0.68	311,465	#
1817342+	NICHOLAS APPLIGATE EMERGING COUNTRIES FD			26,790,554	9.40	17,083,014	0.00	0.69	0	#
2284133+	PIONEER EMERGING MARKETS FUND - CLASS Y			32,502,725	10.43	23,823,505	0.00	0.96	0	#
TOTAL										
				424,262,832		375,101,490	1.81	15.11	6,805,478	20,617,012-@
EQUITIES TOTAL										
				1,386,517,384		1,182,433,064	1.54	47.62	18,156,738	182,567,291-@
OTHER ASSETS										
2	11601 HOLDING CORP			0	0.01	0	0.00	0.00	0	0
2597432	ABRY BROADCAST PARTNERS III L.P.			2,597,432	0.96	2,504,704	0.10	0.10	92,728-	#
1228370	ABRY PARTNERS IV L.P.			1,228,370	0.97	1,191,273	0.00	0.05	37,097-	#
2025886+	ADVANCED TECHNOLOGY VENTURES V L.P.			2,025,886	0.55	1,111,603	0.00	0.04	914,282-	#
6900000	ADVANCED TECHNOLOGY VENTURES VI L.P.			6,090,000	0.52	3,177,762	0.00	0.13	2,912,238-	#
825000	ADVANCED TECHNOLOGY VENTURES VII LP			825,000	0.80	657,113	0.00	0.03	167,888-	#
9900000	AG CAPITAL RECOVERY PARTNERS II LP			9,900,000	0.98	9,715,860	0.00	0.39	184,140-	#
5037985+	ALLOY VENTURES 2000 LP VENTURE CAPITAL			5,037,985	0.94	4,716,058	0.00	0.19	321,927-	#
712800	ALLOY VENTURES 2002 LP			712,800	1.00	710,590	0.00	0.03	2,210-	#
3867593+	AVA EXCELSIOR IV L.P.			3,867,593	0.38	1,470,846	0.00	0.06	2,396,748-	#
3379308	AVA EXCELSIOR V L.P.			3,379,308	0.39	1,320,296	0.00	0.05	2,059,012-	#
2862765	APOLLO INVESTMENTS FUND IV L.P.			2,862,765	1.05	3,016,782	0.00	0.12	154,017	#
6334236+	APOLLO REAL ESTATE ADVISORS II L.P.			6,334,236	1.18	7,491,501	0.00	0.30	1,157,265	#
19765926+	APOLLO REAL ESTATE ADVISORS III L.P.			19,765,926	1.33	26,203,688	0.00	1.06	6,437,762	#
8961082+	APOLLO REAL ESTATE MANAGEMENT IV LP			8,961,082	0.96	8,601,742	0.00	0.35	359,339-	#
1067919+	ARGO PARTNERSHIP L.P.			1,067,919	1.47	1,570,482	0.00	0.06	502,563	#
3374451+	ARGO PARTNERSHIP LP II			3,374,451	1.03	3,465,562	0.00	0.14	91,110	#

GLENMEDE

THE PRM MEMORIAL TRUST
0049-00-1/6
COMBINED LIST OF ASSETS
12/31/02

SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
7806941+	ASIAN REALTY PARTNERS LP			7,806,941	1.13	8,785,151	0.00	0.35	978,210	#
3080669+	ASSET MANAGEMENT ASSOC 1996 L.P.			3,008,069	1.06	3,188,854	0.00	0.13	180,785	#
1971276+	ASSET MANAGEMENT ASSOCIATES 1998 LLC			1,971,276	1.47	2,906,252	0.00	0.12	934,976	#
6784792	ATLANTIC EQUITY PARTNERS III LP			6,784,792	0.63	4,252,029	0.00	0.17	2,532,763-	#
429857	ATLAS VENTURE VI LP			429,857	0.74	319,986	0.00	0.01	109,871-	#
892650	AUSTIN VENTURES VIII LP			892,650	0.50	449,360	0.00	0.02	443,290-	#
19692+	BCF VOTING INC.			1,594,646	96.41	1,898,506	0.00	0.08	303,860	#
1161463+	BRACON CAPITAL STRATEGIC PARTNERS LP			11,161,463	0.98	10,981,763	0.00	0.44	179,700-	#
823873	BLACKSTONE CAPITAL PARTNERS III			8,238,373	0.87	7,163,265	0.00	0.29	1,075,108-	#
2436089+	BLACKSTONE MEZZANINE PARTNERS LP			2,436,089	0.84	2,035,109	0.00	0.08	400,980-	#
17379466	BLACKSTONE REAL ESTATE ADVISORS III LP			17,337,187	0.94	16,416,644	0.00	0.66	920,543-	#
7262215+	BLACKSTONE REAL ESTATE PARTNERS II L.P.			7,262,215	0.67	4,870,767	0.00	0.20	2,391,447-	#
3233850+	BRENTWOOD ASSOC BUYOUT FUND II L.P.			3,233,850	0.22	715,328	0.00	0.03	2,518,522-	#
3352789	BRENTWOOD ASSOCIATES PRIVATE EQUITY III			3,352,789	0.92	3,092,277	0.00	0.12	260,512-	#
8500000	BRYN MAWR COLLEGE LOAN DTD - 2/1/2000 0.00000% 2/1/2007 PRI - ORIGINAL AMT OF LOAN \$8,500,000 PAYABLE END OF YEARS 4,5,6 AND 7			8,500,000	100.00	8,500,000	0.00	0.34	0	0
3097430+	CENTENNIAL FUND V L.P. ("CV") CENTENNIAL FUND VI LTD PARTNERS			3,097,430	0.24	738,737	0.00	0.03	2,358,693-	#
735000	CENBERUS INSTITUTIONAL SERIES II LP			7,335,000	0.33	2,561,832	0.00	0.10	5,173,168-	#
6385500	CHARLES RIVER PARTNERSHIP XI LP			6,385,500	1.00	6,416,789	0.00	0.26	31,289-	#
6103891+	CHARTERHOUSE EQUITY PARTNERS III L.P.			6,103,891	0.79	4,806,814	0.00	0.19	1,297,077-	#
7984391	COLONYINVESTOR III L.P.			7,984,391	0.93	7,439,057	0.00	0.30	545,334-	#
2990559+	COLUMBIA CAP EQUITY PARTNRS III (GP) LP			2,990,559	0.50	1,507,242	0.00	0.06	1,483,317-	#
41019191+	COLUMBIA CAPITAL EQUITY PARTNERS II			4,101,991	0.25	1,043,957	0.00	0.04	3,058,034-	#
8500000	CORNELL UNIVERSITY LOAN DTD - 2/1/2000 0.00000% 2/1/2007 PRI - ORIGINAL AMT OF LOAN \$8,500,000 PAYABLE END OF YEARS 4,5,6 AND 7			8,500,000	100.00	8,500,000	0.00	0.34	0	0

GLENMEDE

THE FRM MEMORIAL TRUST
0049-00-1/6
COMBINED LIST OF ASSETS
12/31/02

SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
9663207+	CROW FAMILY HOLDINGS REALTY PARTNERS LP			9,663,207	0.82	7,918,032	0.00	0.32	0	1,745,175-#
3163094+	CYPRESS MERCHANT BANKING PARTNERS II			3,163,094	0.81	2,554,515	0.00	0.10	0	608,579-#
7197973+	CYPRESS MERCHANT BANKING PARTNERS L.P.			7,197,973	0.52	3,765,260	0.00	0.15	0	3,432,713-#
5697904+	DELPHI VENTURES III LP LIMITED PARTNERS			5,697,904	0.57	3,236,410	0.00	0.13	0	2,461,495-#
2449786+	DELPHI VENTURES IV LP			2,449,786	0.88	2,156,547	0.00	0.09	0	293,239-#
5347388+	DLJ MERCHANT BANKING III LP			5,347,388	0.87	4,674,686	0.00	0.19	0	672,701-#
1018867+	DLJ PHOENIX EQUITY PARTNERS III			1,018,867	0.76	772,912	0.00	0.03	0	245,954-#
5778266+	DLJ REAL ESTATE CAPITAL PARTNERS II L.P.			5,778,266	0.80	4,611,056	0.00	0.19	0	1,167,210-#
5745250	DLJ REAL ESTATE CAPITAL PARTNERS INC.			5,745,250	0.88	5,063,289	0.00	0.20	0	681,961-#
1002544+	DOLPHIN COMMUNICATIONS FUND II LP			1,002,544	0.67	675,915	0.00	0.03	0	326,629-#
3180396	DOLPHIN COMMUNICATIONS L.P.			3,180,396	0.31	985,923	0.00	0.04	0	2,194,473-#
1400000	DOUGLAS EMMETT "97"			14,000,000	1.30	18,174,800	0.00	0.73	0	4,174,800-#
762882+	DOUGLAS EMMETT REALTY FUND 1996			7,626,882	1.03	7,852,638	0.00	0.32	0	225,756-#
10901388+	DOUGLAS EMMETT REALTY FUND 1998			10,884,696	1.33	14,539,181	0.00	0.59	0	3,654,485-#
6993187	DOUGLAS EMMETT REALTY FUND 1998 - SECOND			6,993,187	1.32	9,201,635	0.00	0.37	0	2,208,448-#
91667	ENTERPRISE FOUNDATION			91,667	100.00	91,667	3.00	0.00	2,750	
8/9/2003 PRI - ORIGINAL AMT OF LOAN DTD 8/9/1994 3.00000%										
LOAN \$625,000 PRIN PMS--5TH ANNU 1/21--6TH										
2/21--7TH/21--8TH 6/21 BALANCE										
AT END OF YEAR 9										
ENTERPRISE FOUNDATION LOAN DTD 6/6/1991 5.00000% 6/6/1998										
PROGRAM RELATED INVESTMENT PRIN PMS--5TH ANNU \$485711--6TH ANNU \$485711--7TH ANNU \$242858										
1359421+	NEW ENTERPRISE ASSOCIATES IO LP			1,359,421	0.82	1,112,822	0.00	0.04	0	246,599-#
16036436	GE INVESTMENT REALTY PARTNERS IV LP			16,036,436	0.94	15,109,530	0.00	0.61	0	926,906-#
8500000	GROVE CITY COLLEGE DTD 1/13/2000			8,500,000	100.00	8,500,000	0.00	0.34	0	
0.00000% 1/13/2007 PRI - ORIGINAL										
AMT OF LOAN \$8,500,000 PAYABLE										
END OF YEARS 4,5,6 AND 7										
792531	HANCOCK VENTURE PARTNERS IV - DIRECT FUND L.P.			792,531	0.08	60,232	0.00	0.00	0	732,299-#

GLENMEDE

THE PEM MEMORIAL TRUST
0049-00-1/6
COMBINED LIST OF ASSETS
12/31/02

SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
2310928	HANCOCK VENTURE PARTNERS IV - PARTNERSHIP FUND L.P.			2,310,928	0.64	1,478,532	0.00	0.06	0	832,396-
490119	HANCOCK INTERNATIONAL PRIVATE EQUITY PARTNERS II - DIRECT FUND LP			490,119	0.54	262,704	0.00	0.01	0	227,415-
7383855	HANCOCK INTERNATIONAL PRIVATE EQUITY PARTNERS II PARTNERSHIP FUND LP			7,383,855	0.72	5,281,671	0.00	0.21	0	2,102,184-
644681+	HARBORVEST INT'L PRIV EQ PART FUND LP			644,681	0.59	381,973	0.00	0.02	0	262,707-
644681+	HARBORVEST INT'L PRIV EQ PART III DIR			644,681	0.59	381,973	0.00	0.02	0	262,707-
1506438	HARBORVEST INT'L PRIV EQ PART III PFSH			1,506,438	0.77	1,154,685	0.00	0.05	0	351,753-
222575	HARBORVEST PARTNERS III L.P.			2,232,575	0.18	393,826	0.00	0.02	0	1,838,749-
1809479	HARBORVEST PARTNERS V-DIRECT FD LP			1,809,479	0.46	833,265	0.00	0.03	0	976,214-
3836794	HARBORVEST PARTNERS LP			3,836,794	0.69	2,631,657	0.00	0.11	0	1,205,137-
2708604+	HEALTHCARE VENTURES V L.P. V-PARTNERSHIP FD LP			2,708,604	0.74	2,012,763	0.00	0.08	0	695,840-
4529635	HICKS MOSE TATE & FIRST EQ FUND IV LP			4,529,635	0.45	2,025,653	0.00	0.08	0	2,503,982-
5181315	HICKS MOSE TATE & FIRST EQ FUND V LP			5,181,315	0.70	3,631,066	0.00	0.15	0	1,550,249-
5757500	INFINITLY CAPITAL VENTURE FUND LP			5,757,500	0.36	2,087,670	0.00	0.08	0	3,669,831-
1910881+	INFORMATION TECHNOLOGY VENTURES 1999 LP			1,910,881	0.25	477,529	0.00	0.02	0	1,433,352-
1910881+	INFORMATION TECHNOLOGY VENTURES II LP			1,910,881	0.25	477,529	0.00	0.02	0	1,433,352-
1356472+	INFORMATION TECHNOLOGY VENTURES L.P.			1,356,472	0.41	559,273	0.00	0.02	0	797,199-
768483	J.W. CHILDS EQUITY PARTNERS III LP			768,483	0.86	660,050	0.00	0.03	0	108,433-
2013037+	JARCO AMERICA TECHNOLOGY FD III LP			2,013,037	0.64	1,290,357	0.00	0.05	0	722,680-
2885039+	J.W. CHILDS EQUITY PARTNERS II LP			2,885,039	1.18	3,390,786	0.00	0.14	0	505,747
1895972+	K/B OPPORTUNITY FUND II L.P.			1,895,972	1.09	2,064,903	0.00	0.08	0	168,931
700	K/B OPPORTUNITY FUND III L.P.			700	15.78	11,043	0.00	0.00	0	10,343
1413963+	KOLT BREN FUND V L.P.			14,139,963	0.94	13,278,839	0.00	0.53	0	861,124-
9364780+	KOLT BREN FUND VI L.P.			9,364,780	0.97	9,116,613	0.00	0.37	0	248,167-
5678471+	LEHMAN BROS MERCHANT BANKING PTRS II			5,678,471	0.70	3,955,623	0.00	0.16	0	1,722,848-

GLENMEDE

THE PRM MEMORIAL TRUST
0049-00-1/6
COMBINED LIST OF ASSETS
12/31/02

SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
2450250	SIGMA PARTNERS 6 LP			2,450,250	0.81	1,979,312	0.00	0.08	0	470,938-
2299180+	SILVER LAKE PARTNERS L.P.			2,299,180	0.55	1,257,882	0.00	0.05	0	1,041,299-
1188000	SOLINNOVA VENTURE PARTNERS A LP			1,188,000	0.76	905,375	0.00	0.04	0	282,625-
1551000	SPROUT CAPITAL IX LP			1,551,000	0.75	1,160,768	0.00	0.05	0	390,232-
3024958+	SPROUT CAPITAL VIII L.P.			3,024,958	0.31	939,552	0.00	0.04	0	2,085,406-
1188000	STARWOOD GLOBAL OPPORTUNITIES FD VI LP			1,188,000	1.00	1,188,000	0.00	0.05	0	
17076424	STARWOOD OPPORTUNITY FUND A L.P.			17,076,424	1.03	17,668,976	0.00	0.71	0	592,552
3500000	STRATEGIC HOTEL CAPITAL INC CONV DEB			3,500,000	1.00	3,500,000	0.00	0.14	0	
291666	STRATEGIC HOTEL CAPITAL INC LLC LP			3,499,992	2.90	845,831	0.00	0.03	0	2,654,161-
1749000	TA IX LP			1,749,000	0.75	1,313,849	0.00	0.05	0	435,151-
1279344	TA SUBORDINATED DEBT FUND LP			1,279,344	0.91	1,160,237	0.00	0.05	0	119,107-
4369354+	TECHNOLOGY CROSSOVER VENTURES IV LP			4,369,354	0.56	2,431,108	0.00	0.10	0	1,938,245-
2112000	THREE ARCH CAPITAL LP			2,112,000	0.86	1,808,294	0.00	0.07	0	303,706-
2079242+	TL VENTURES III L.P.			2,079,242	0.38	795,310	0.00	0.03	0	1,283,932-
7222923+	TL VENTURES IV L.P.			7,222,923	0.40	2,908,671	0.00	0.12	0	4,314,252-
1890349+	TL VENTURES V LP			1,890,349	0.67	1,272,205	0.00	0.05	0	618,144-
3600194	TRANSMISSIEN OFFICE PARTNERS II TRUSTEES OF THE UNIV OF			3,600,194	1.27	4,574,407	0.00	0.18	0	974,213
8500000	PENNSYLVANIA DTD 2/23/2000 0.00000% 2/23/2007 PRI - ORIGINAL AMT OF LOAN \$8,500,000 PAYABLE END OF YEARS 4,5,6 AND 7			8,500,000	100.00	8,500,000	0.00	0.34	0	
2546396+	VALUE ENHANCEMENT FUND II - LLC			2,546,396	2.11	5,372,386	0.00	0.22	0	2,825,990
2336180+	VALUE ENHANCEMENT FUND III			2,336,180	3.43	8,022,441	0.00	0.32	0	5,686,261
9900000	VALUE ENHANCEMENT FUND IV LP			9,900,000	0.79	7,779,420	0.00	0.31	0	2,120,580-
4182924+	WALTON STREET REAL ESTATE FUND I L.I.C.			4,182,924	1.31	5,474,611	0.00	0.22	0	1,291,687
18094543+	WALTON STREET REAL ESTATE FUND II LP			18,094,543	1.26	22,752,078	0.00	0.92	0	4,657,535
5486418+	WALTON STREET REAL ESTATE FUND III LP			5,486,418	1.13	6,190,326	0.00	0.25	0	703,907
3861000	WELSH CARSON ANDERSON & STONE IX LP			3,861,000	0.78	3,005,402	0.00	0.12	0	855,598-
8752921+	WESTBROOK REAL EST FD II LP MANAGEMENT			8,752,921	0.77	6,734,497	0.00	0.27	0	2,018,424-
19403340+	WESTBROOK REAL ESTATE FUND III L.P.			19,403,340	0.88	17,057,476	0.00	0.69	0	2,345,864-
2945183+	WESTBROOK REAL ESTATE FUND IV LP			2,945,183	0.92	2,696,904	0.00	0.11	0	248,279-

GLENMEDE

THE PEM MEMORIAL TRUST
0049-00-1/6
COMBINED LIST OF ASSETS
12/31/02

SHARES/PAR	DESCRIPTION OF ASSETS	BND	RTG	TAX COST	PRICE	MARKET VALUE	CURRENT YIELD	% OF TOTAL	EST ANNUAL INCOME	UNREALIZED CAPITAL CHANGE
1666625+	WESTON PRESIDIO CAPITAL IV LP			1,655,421	0.81	1,358,133	0.00	0.05	0	297,289- #
8592091+	J.H. WHITNEY IV LP			8,592,091	0.36	3,060,503	0.00	0.12	0	5,531,588- #
42+	MSC TENDER INVESTORS I L.P.			42	0.40	17	0.00	0.00	0	25- #
11270+	WYNDHAM VOTING TRUST SERIES II LP			917,521	90.48	1,019,732	0.00	0.04	0	102,210 #
314525+	YARMOUTH CAPITAL PARTNERS L.P. I			314,525	0.01	3,271	0.00	0.00	0	311,254- #
8520247+	YARMOUTH CAPITAL PARTNERS L.P. II			8,520,247	1.17	9,986,582	0.00	0.40	0	1,466,335 #
TOTAL										
				797,875,401		750,049,580	0.00	30.21	35,585	47,825,824-
OTHER TOTAL										
				797,875,401		750,049,580	0.00	30.21	35,585	47,825,824-
	CASH PAYABLE			-44,964,250-		44,964,250-		-1.81	0	0
	CASH RECEIVABLE			11,495,648		11,495,648		0.46	0	0
GRAND TOTAL										
				2,694,883,721		2,483,126,992		1.91	100.00	47,312,784
ADJUSTMENTS:										
	BEACON CAPITAL PARTNERS, INC. (PAGE 22 REITS			950,202-		0				
	VARIOUS PARTNERSHIPS AND PRIVATE REITS			2,335,474-		0				
	(PAGES 25 THRU 31)									
	ADJUSTED GRAND TOTAL			2,691,598,045		2,483,126,992				

THE PEW MEMORIAL TRUST
ACCOUNT #0049-00-1/6
E.I.N. 23-6234669
TAX YEAR ENDING 12/31/02

ATTACHMENTS PAGE 2 FORM 990-PF
PART III ANALYSIS OF CHANGES IN NET ASSETS OR FUND BALANCES

LINE 3 OTHER INCREASES NOT INCLUDED IN LINE 2 \$ 635,939.00

- ADJUST BASIS ON MORTGAGE
 BACKED SECURITIES CORRECTED
 2/03 635,933.00
 - ROUNDING 6.00
-

LINE 5 DECREASES NOT INCLUDED IN LINE 2 6,252,027.00

- 2001 TRADES INCLUDED ON GAIN/
 (LOSS) SCHEDULE AS OF 12/31/01
 POSTED AND SETTLED 1/02 6,200,780.00
 - 2002 TRADES INCLUDED ON GAIN/
 (LOSS) SCHEDULE AS OF 12/31/02
 POSTED AND SETTLED 1/03 51,247.00
-

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	01/23/01	01/15/02	2,319 07	2,389 01	69 94-
0	FHLMC GOLD #G00802 DTD 4/1/1997 6 5% 11/1/2025	01/23/01	01/15/02	3,296 54	3,269 76	26 78
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	01/23/01	01/15/02	816 29	849 19	32 90-
0	GNMA #454196 DTD 8/1/1998 7% 8/15/2028	05/25/01	01/15/02	341,004 03	343,827 97	2,823 94-
0	FHLMC GOLD #C10886 DTD 6/1/1998 7% 6/1/2028	05/25/01	01/15/02	11,456 66	11,532 74	76 08-
0	FHLMC GOLD # D89355 DTD 5/1/1998 7% 5/1/2028	06/13/01	01/15/02	123,558 07	124,378 58	820 51-
0	FHLMC GOLD #D87863 DTD 4/1/1998 7% 3/1/2028	05/25/01	01/15/02	6,322 47	6,364 46	41 99-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	01/23/01	01/15/02	2,666 58	2,747 00	80 42-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	01/23/01	01/25/02	3,674 67	3,688 16	13 49-
0	PNC MORTGAGE SECURITIES CORP 1998-11 2A1DTD 10/1/1998 6 5% 11/25/2013	01/23/01	01/25/02	11,069 97	11,098 97	29 00-
0	GNMA #454196 DTD 8/1/1998 7% 8/15/2028	05/25/01	02/15/02	138,569 01	139,716 53	1,147 52-
0	FHLMC GOLD #C10886 DTD 6/1/1998 7% 6/1/2028	05/25/01	02/15/02	474 17	477 32	3 15-
0	FHLMC GOLD # D89355 DTD 6/1/1998 7% 6/1/2028	06/13/01	02/15/02	56,952 20	57,330 40	378 20-
0	FHLMC GOLD #D87863 DTD 4/1/1998 7% 3/1/2028	05/25/01	02/15/02	2,502 51	2,519 13	16 62-
0	GNMA #454196 DTD 8/1/1998 7% 8/15/2028	05/25/01	03/15/02	116,107 28	117,068 79	961 51-
0	FHLMC GOLD #C10886 DTD 6/1/1998 7% 6/1/2028	05/25/01	03/15/02	551 72	555 39	3 67-
0	FHLMC GOLD # D89355 DTD 5/1/1998 7% 5/1/2028	06/13/01	03/15/02	2,299 07	2,314 33	15 26-
0	FHLMC GOLD #D87863 DTD 4/1/1998 7% 3/1/2028	05/25/01	03/15/02	3,740 82	3,765 66	24 84-

Gain/loss period is short
 Disposal method is redemption

CONFIDENTIAL

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	GNMA #454196 DTD 8/1/1998	05/25/01	05/15/02	95,694 81	96,487 28	792 47-
0	7% 8/15/2028					
0	FHLMC GOLD #C10886 DTD	05/25/01	05/15/02	485 80	489 03	3 23-
0	6/1/1998 7% 6/1/2028					
0	FHLMC GOLD # D89355 DTD	06/13/01	05/15/02	40,970 99	41,243 06	272 07-
0	5/1/1998 7% 5/1/2028					
0	FHLMC GOLD #D87863 DTD	05/25/01	05/15/02	2,989 63	3,009 48	19 85-
0	4/1/1998 7% 3/1/2028					
0	FHLMC GOLD # E82132 DTD	02/06/02	05/15/02	18,025 48	18,704 25	678 77-
0	12/1/2000 7% 1/1/2016					
0	FHLMC GOLD # D89355 DTD	06/13/01	06/15/02	44,850 39	45,148 23	297 84-
0	5/1/1998 7% 5/1/2028					
0	FHLMC GOLD # E82132 DTD	02/06/02	06/15/02	34,763 67	36,072 73	1,309 06-
0	12/1/2000 7% 1/1/2016					
0	FHLMC GOLD # E82132 DTD	02/06/02	07/15/02	3,246 76	3,369 03	122 27-
0	12/1/2000 7% 1/1/2016					
0	FHLMC GOLD # E82132 DTD	05/17/02	07/25/02	112,513 75	113,691 63	1,177 88-
0	6% 7/1/2016					
0	FHLMC GOLD # E82132 DTD	05/17/02	07/25/02	16,020 79	15,853 07	167 72
0	5% 12/1/2016					
0	FHLMC GOLD # E82132 DTD	02/06/02	08/15/02	27,411 31	28,443 52	1,032 21-
0	12/1/2000 7% 1/1/2016					
0	FHLMC GOLD # E82132 DTD	05/17/02	08/25/02	114,961 92	116,165 43	1,203 51-

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Gain/loss period is short
 Disposal method is redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #625990 DTD 1/1/2002	05/17/02	08/25/02	20,567 65	20,352 33	215 32
0	FNMA #596498 DTD 7/1/2001	05/17/02	09/25/02	172,537 91	174,344 17	1,806 26-
0	FNMA #625990 DTD 1/1/2002	05/17/02	09/25/02	9,337 77	9,240 01	97 76
0	FNMA #596498 DTD 7/1/2001	05/17/02	10/15/02	68,685 75	71,272 19	2,586 44-
0	FNMA #596498 DTD 7/1/2001	05/17/02	10/25/02	302,808 70	305,978 72	3,170 02-
0	FNMA #625990 DTD 1/1/2002	05/17/02	10/25/02	33,442 24	33,092 14	350 10
0	FNMA #596498 DTD 7/1/2001	05/17/02	11/15/02	87,345 47	90,634 56	3,289 09-
0	FNMA #596498 DTD 7/1/2001	05/17/02	11/25/02	412,659 81	416,979 84	4,320 03-
0	FNMA #625990 DTD 1/1/2002	05/17/02	11/25/02	40,893 02	40,464 92	428 10
0	FHLMC GOLD # E82132 DTD 12/1/2000	02/06/02	12/15/02	36,846 97	38,234 48	1,387 51-
0	FNMA #596498 DTD 7/1/2001	05/17/02	12/25/02	385,416 12	389,450 95	4,034 83-
0	FNMA #625990 DTD 1/1/2002	05/17/02	12/25/02	39,879 85	39,462 36	417 49

Total for disposal method redemption				3,287,510 94	3,324,609 61	37,098 67-

Disposal method sale				76,885 44	49,070 00	27,815 44
1,400	SEPRACOR INC	05/23/01	01/02/02			
166,098	ABRY PARTNERS IV L P	03/30/01	01/03/02	166,098 00	166,098 00	0 00

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ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY DATE ACQUIRED DATE PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,600	A T & T WIRELESS GROUP	07/20/01	01/03/02	37,049 44	45,112 08	8,062 64-
3,900	ALTSTATE CORP	12/18/01	01/03/02	127,309 27	127,780 38	471 11-
2,225	ALCOA INC	11/26/01	01/03/02	80,596 29	85,364 79	4,768 50-
2,425	AMADARCO PETROLEUM CORP	02/06/01	01/03/02	129,648 72	153,303 41	23,654 69-
5,000	AT&T CORP	09/26/01	01/03/02	92,528 09	90,550 00	1,978 09-
2,575	BANK OF AMERICA CORP	08/24/01	01/03/02	163,484 28	163,512 50	28 22-
25	BANK OF AMERICA CORP	07/23/01	01/03/02	1,587 23	1,569 02	18 21-
1,925	BANKNORTH GROUP INC	08/24/01	01/03/02	43,803 29	44,200 50	397 21-
3,175	BEAR STEARNS COS INC	07/23/01	01/03/02	188,719 16	184,877 39	3,841 77-
2,275	BECTON DICKINSON & CO	04/25/01	01/03/02	75,779 11	72,178 24	3,600 87-
9,125	CAREMARK RX INC	07/19/01	01/03/02	135,992 38	165,253 75	29,261 37-
11,825	CENDANT CORP	10/26/01	01/03/02	224,825 33	165,392 73	59,432 60-
1,400	CHEVRONTXACO CORPORATION	10/12/01	01/03/02	124,626 11	128,617 16	3,991 05-
1,000	CIGNA CORP	01/10/01	01/03/02	91,338 61	123,025 20	31,686 59-
3,525	CISCO SYSTEMS	01/11/01	01/03/02	70,639 93	126,900 00	56,260 07-
1,266 6667	CITICORP INC	11/26/01	01/03/02	64,333 02	63,852 67	480 35-
3,150	COMCAST CORP CLASS A	04/18/01	01/03/02	113,083 29	135,214 69	22,131 40-
3,975	COMPUTER ASSOC SPECIAL	05/24/01	01/03/02	140,076 88	126,355 31	13,721 57-
3,800	CONAGRA INC	12/18/01	01/03/02	89,221 89	91,140 72	1,918 83-
4,050	DARBAR RESTAURANTS INC	08/10/01	01/03/02	141,504 85	115,668 00	25,836 85-
2,175	E I DU PONT DE NEMOURS & CO	06/01/01	01/03/02	96,220 54	100,734 69	4,514 15-
1,350	EASTMAN CHEMICAL CO	12/21/01	01/03/02	53,486 19	52,735 99	750 20-
2,800	ENTERGY CORP NEW	10/30/01	01/03/02	110,332 88	109,306 96	1,025 92-
2,175	HOME DEPOT INC	01/31/01	01/03/02	109,270 34	103,111 10	6,159 24-
2,250	INTERNATIONAL BUSINESS MACHINES CORP	11/06/01	01/03/02	276,025 84	247,058 10	28,967 74-
3,425	JOHNSON & JOHNSON	11/26/01	01/03/02	199,332 00	207,018 99	7,686 99-
6,650	KROGER CO	09/04/01	01/03/02	135,995 10	182,788 55	46,793 45-
925	LABORATORY CORP OF AMERICAN HLDS	11/26/01	01/03/02	71,381 17	75,433 01	4,051 84-
6,475	MASCO CORP	09/04/01	01/03/02	158,764 61	168,287 84	9,523 23-
1,000	MICRON TECHNOLOGY INC	05/09/01	01/03/02	34,249 48	41,381 60	7,132 12-
2,325	MONSANTO CO	04/19/01	01/03/02	75,219 80	80,546 37	5,326 57-
1,550	MORGAN ST DEAN WITTER & CO	02/02/01	01/03/02	87,573 68	139,165 20	51,591 52-
2,550	NATIONAL CITY CORP	01/10/01	01/03/02	74,203 87	72,330 75	1,873 12-
1,700	NATIONWIDE FINANCIAL SERV -A	01/10/01	01/03/02	68,882 94	71,557 08	2,674 14-
3,400	PEPSI BOTTLING GROUP INC	10/29/01	01/03/02	78,712 89	80,002 00	1,289 11-

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARFFBY

ACCOUNT 0049-00-1/6 (cont)
The PEW MEMORIAL TRUST
TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
5,100	Pfizer Inc	07/19/01	01/03/02	200,916 58	209,916 00	8,999 42-
3,250	ALTRIA GROUP INC	10/29/01	01/03/02	151,155 22	163,139 93	11,984 71-
800	THE PMI GROUP INC	03/16/01	01/03/02	54,285 88	45,498 48	8,787 40
2,200	PROCTER & GAMBLE CO	10/30/01	01/03/02	173,973 38	162,655 46	11,317 92
3,925	SPRINT CORP	10/30/01	01/03/02	110,617 90	79,715 18	2,190 55-
2,750	TARGET CORP	01/10/01	01/03/02	110,617 90	94,639 88	15,978 02
2,475	TYCO INTERNATIONAL LTD	09/28/01	01/03/02	135,380 45	113,363 41	22,017 04
7,850	UNISYS INC	12/06/01	01/03/02	101,891 46	99,881 05	2,010 41
2,375	WACHOVIA CORPORATION	08/24/01	01/03/02	74,336 36	84,455 00	10,118 64-
775	WELLPPOINT HEALTH NETWORKS	10/23/01	01/03/02	90,441 14	81,768 70	8,672 44
1,575	WEYERHAEUSER CO	11/26/01	01/03/02	84,591 95	84,187 21	404 74
3,350	WISCONSIN ENERGY CORP	10/05/01	01/03/02	76,177 85	78,754 14	2,576 29-
3,500	MONSANTO CO	08/23/01	01/03/02	111,048 77	120,540 00	9,491 23-
1,266	MONSANTO CO	08/24/01	01/03/02	40,167 93	44,373 30	4,205 37-
13,834	MONSANTO CO	08/27/01	01/03/02	438,928 20	482,944 94	44,016 74-
6,400	MONSANTO CO	05/01/01	01/03/02	203,060 61	205,231 36	2,170 75-
44,400	BECTON DICKINSON & CO	04/25/01	01/03/02	1,430,941 61	1,408,665 48	22,276 13
29,500	CENDANT CORP	10/26/01	01/03/02	556,240 65	412,607 64	143,633 01
8,125	CENDANT CORP	11/06/01	01/03/02	153,201 88	112,206 25	40,995 63
24,275	MASCO CORP	09/04/01	01/03/02	589,545 87	630,916 96	41,371 09-
1,500	EBAY INC	06/21/01	01/03/02	101,528 22	104,071 35	2,543 13-
1,300	EBAY INC	06/14/01	01/03/02	87,991 13	83,256 16	4,734 97
900	SEPRACOR INC	05/23/01	01/03/02	49,652 61	31,545 00	18,107 61
900	KLA-TENCOR CORPORATION	09/10/01	01/03/02	49,544 26	39,784 14	9,760 12
1,000	KLA-TENCOR CORPORATION	09/18/01	01/03/02	55,049 17	39,567 60	15,481 57
3,300	CITIGROUP INC	03/26/01	01/03/02	166,639 57	145,068 00	21,571 57
602,000	FNMA DTD 6/22/2001 5 25%	10/15/01	01/04/02	610,136 63	625,045 31	14,908 68-
10,500	AOL TIME WARNER	03/26/01	01/04/02	323,775 23	429,555 00	105,779 77-
2,400	AOL TIME WARNER	11/08/01	01/04/02	74,005 77	87,513 60	13,507 83-
19,700	AOL TIME WARNER	07/31/01	01/07/02	640,506 30	906,765 39	266,259 09-
1,800	AOL TIME WARNER	07/20/01	01/07/02	58,523 42	80,262 00	21,738 58-
1,400	QUALCOMM CORP	03/26/01	01/07/02	67,198 99	83,737 50	16,538 51-
3,500	QUALCOMM CORP	03/26/01	01/07/02	169,924 19	209,343 75	39,419 56-
2,900	CNF TRANSPORTATION INC	05/23/01	01/07/02	98,991 46	96,815 05	2,176 41
7,200	TEXAS INSTRUMENTS INC	08/01/01	01/07/02	213,730 22	264,788 64	51,058 42-
3,214	RENAISSANCE HOLDINGS LTD	03/07/01	01/08/02	282,795 60	232,050 80	50,744 80
350	BEAR STEARNS COS INC	07/23/01	01/08/02	21,397 94	20,380 18	1,017 76

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 THE PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
13,425	BEAR STEARNS COS INC	08/24/01	01/08/02	820,763 95	735,577 23	85,186 72
3,100	BEAR STEARNS COS INC	09/07/01	01/08/02	189,524 64	154,500 28	35,024 36
19,500	BRISTOL MYERS SQUIBB CO	09/05/01	01/08/02	960,204 56	1,159,836 60	199,632 04
700	BRISTOL MYERS SQUIBB CO	10/17/01	01/08/02	34,468 88	40,978 00	6,509 12
20,800	SAFWAY STORES INC	05/23/01	01/08/02	830,531 52	1,029,889 11	199,357 59
1,100	CNF TRANSPORTATION INC	05/23/01	01/08/02	36,917 86	36,722 95	194 91
100	CNF TRANSPORTATION INC	05/23/01	01/08/02	3,371 17	3,338 45	32 72
4,100	MCKESSON HBOC INC	08/02/01	01/08/02	145,336 66	163,504 31	18,167 65
6,700	BECTON DICKINSON & CO	04/25/01	01/09/02	221,035 01	212,568 89	8,466 12
5,800	DELL COMPUTER	03/26/01	01/09/02	173,997 39	158,050 00	15,947 39
2,100	FED NAT'L MTG ASSN	09/19/01	01/09/02	160,529 15	169,175 16	8,646 01
300	FED NAT'L MTG ASSN	09/19/01	01/09/02	22,932 74	24,167 88	1,235 14
700	FED NAT'L MTG ASSN	10/01/01	01/09/02	53,509 71	56,123 62	2,613 91
800	MCKESSON HBOC INC	08/02/01	01/09/02	28,890 68	31,903 28	3,012 60
500	CNF TRANSPORTATION INC	05/23/01	01/09/02	16,899 59	16,692 25	207 34
1,100	AMR CORP	05/22/01	01/09/02	27,950 46	43,225 05	15,274 59
1,000	EBAY INC	06/14/01	01/09/02	68,205 67	64,043 20	4,162 47
1,730	RENNAISSANCE HOLDINGS LTD	01/24/01	01/09/02	153,358 04	121,835 25	31,522 79
5,666	RENNAISSANCE HOLDINGS LTD	03/07/01	01/09/02	502,269 76	409,085 20	93,184 56
2,600	CIGNA CORP	01/10/01	01/10/02	240,066 35	319,865 52	79,799 17
7,350	CIGNA CORP	02/26/01	01/10/02	678,649 11	777,194 88	98,545 77
3,025	CIGNA CORP	05/08/01	01/10/02	279,307 96	270,828 25	8,479 71
14,500	CIGNA CORP	01/10/01	01/10/02	1,338,831 57	1,783,865 39	445,033 82
11,100	CIGNA CORP	04/20/01	01/10/02	1,024,898 65	1,119,895 64	94,996 99
8,100	CIGNA CORP	09/19/01	01/10/02	747,899 02	692,677 98	55,221 04
700	AMR CORP	05/22/01	01/10/02	17,698 81	27,506 85	9,808 04
300	CNF TRANSPORTATION INC	05/23/01	01/10/02	9,981 48	10,015 35	33 87
500	ST PAUL COS INC	05/23/01	01/10/02	20,738 63	24,790 00	4,051 37
3,600	TEXAS INSTRUMENTS INC	08/01/01	01/10/02	98,691 43	132,394 32	33,702 89
2,200	MCKESSON HBOC INC	08/02/01	01/10/02	76,269 99	87,734 02	11,464 03
1,300	MCKESSON HBOC INC	08/03/01	01/10/02	45,068 63	51,726 74	6,658 11
700	MCKESSON HBOC INC	08/03/01	01/10/02	24,267 73	27,852 86	3,585 13
2,900	MCKESSON HBOC INC	08/13/01	01/10/02	100,537 71	115,187 13	14,649 42
200	MCKESSON HBOC INC	08/21/01	01/10/02	6,933 64	7,926 06	992 42
0	UTILICORP UNITED INC	05/22/01	01/11/02	22 84	42 57	19 73
7,050	BECTON DICKINSON & CO	04/25/01	01/11/02	233,985 95	223,673 24	10,312 71
13,775	BECTON DICKINSON & CO	04/25/01	01/11/02	461,399 06	437,035 29	24,363 77

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ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

01/01/2002 TO 12/31/2002

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
400	CNF TRANSPORTATION INC	05/23/01	01/11/02	13,047 80	13,353 80	306 00-
3,600	QUALCOMM CORP	03/26/01	01/11/02	167,392 44	215,325 00	47,932 56-
300	GENETECH INC	12/18/01	01/11/02	16,092 06	16,635 81	543 75-
1,400	GENETECH INC	10/25/01	01/11/02	75,096 27	72,080 12	3,016 15
500	ST PAUL COS INC	05/23/01	01/11/02	20,529 14	24,790 00	4,260 86-
24,481	MONSANTO CO	05/01/01	01/14/02	797,782 12	785,042 02	12,740 10
2,500	TEXAS INSTRUMENTS INC	08/01/01	01/14/02	66,652 99	91,940 50	25,287 51-
1,000	TEXAS INSTRUMENTS INC	08/14/01	01/14/02	26,661 20	35,462 20	8,801 00-
4,500	GENETECH INC	12/18/01	01/14/02	235,925 15	249,537 15	13,612 00-
3,000	CNF TRANSPORTATION INC	05/23/01	01/14/02	95,991 95	100,153 50	4,161 55-
1,594	MONSANTO CO	05/01/01	01/15/02	51,963 55	51,115 43	848 12
1,900	MCKESSON HBOC INC	08/21/01	01/15/02	68,129 36	75,297 57	7,168 21-
1,600	MCKESSON HBOC INC	08/21/01	01/15/02	57,372 10	63,408 48	6,036 38-
1,500	MCKESSON HBOC INC	08/06/01	01/15/02	53,786 34	59,373 15	5,586 81-
500	MCKESSON HBOC INC	08/21/01	01/15/02	17,928 78	19,785 00	1,856 22-
1,400	MCKESSON HBOC INC	08/21/01	01/15/02	50,200 58	55,482 42	5,281 84-
400	MCKESSON HBOC INC	08/22/01	01/15/02	14,343 03	15,780 00	1,436 97-
9,360	AMERIFEDIT CORP	04/17/01	01/18/02	195,995 44	380,779 78	184,784 34-
146,373 22	CROW FAMILY HOLDINGS	07/06/01	01/18/02	146,373 22	146,373 22	0 00
1,400	QUALCOMM CORP	03/26/01	01/17/02	64,448 03	83,737 50	19,289 47-
3,000	QUALCOMM CORP	04/09/01	01/17/02	138,102 93	134,470 80	3,632 13
2,900	QUALCOMM CORP	10/11/01	01/17/02	133,499 49	139,664 00	6,164 51-
42,725	WESTBROOK REAL EST FD II LP MANAGEMENT	10/04/01	01/17/02	70,990 41	42,725 00	28,265 41
1,000	FED NAT'L MTG ASSN	10/01/01	01/22/02	82,536 86	80,176 60	2,360 26
2,000	FED NAT'L MTG ASSN	10/01/01	01/22/02	165,073 72	160,353 20	4,720 52
2,800	WORLDCOM INC-WORLDCOM GROUP	09/25/01	01/22/02	34,551 48	40,586 28	6,034 80-
1,700	WORLDCOM INC-WORLDCOM GROUP	10/29/01	01/22/02	20,977 68	23,717 21	2,739 53-
23,000	TYCO INTERNATIONAL LTD	09/28/01	01/23/02	1,033,770 01	1,053,478 20	19,708 19-
40,400	DARDEN RESTAURANTS INC	08/08/01	01/23/02	1,573,002 82	1,112,422 08	460,580 74
4,790	DARDEN RESTAURANTS INC	08/10/01	01/23/02	186,378 01	136,802 40	49,575 61
6,900	TYCO INTERNATIONAL LTD	09/28/01	01/23/02	311,437 15	316,043 46	4,606 31-
4,275	TYCO INTERNATIONAL LTD	09/25/01	01/23/02	192,955 63	189,211 50	3,744 13

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
21,900	WORLD COM INC-WORLDCOM GROUP	10/29/01	01/23/02	267,412 50	305,533 47	38,120 97-
12,975	MICRON TECHNOLOGY INC	05/09/01	01/24/02	423,206 97	536,926 26	113,719 29-
3,300	MONSANTO CO	04/19/01	01/25/02	107,545 37	114,323 87	6,778 50-
2,825	MONSANTO CO	05/03/01	01/25/02	92,065 36	92,085 68	20 32-
6,325	MONSANTO CO	05/03/01	01/25/02	207,742 10	206,174 12	1,567 98-
2,500	AMERICAN INTERNATIONAL GROUP INC	10/22/01	01/25/02	191,671 37	211,202 25	19,530 88-
10,000,000	HOUSEHOLD FINANCE CORP	04/18/01	01/28/02	10,811,200 00	10,869,500 00	58,300 00-
1,200	KING PHARMACEUTICALS INC	10/11/01	01/28/02	46,052 66	50,257 80	4,205 14-
1,900	KING PHARMACEUTICALS INC	10/11/01	01/28/02	72,916 72	79,574 85	6,658 13-
30,800	AOL TIME WARNER	05/22/01	01/29/02	821,189 47	1,795,184 16	973,994 69-
7,900	AOL TIME WARNER	05/18/01	01/29/02	210,629 77	431,561 99	220,932 22-
3,400	TYCO INTERNATIONAL LTD	03/26/01	01/29/02	119,532 68	152,816 06	33,283 38-
100	TORCHMARK CORP	05/23/01	01/29/02	3,744 94	3,745 67	0 73-
600	BOSTON SCIENTIFIC	05/23/01	01/29/02	13,097 80	10,318 86	2,778 94
1,400	INTERNATIONAL BUSINESS MACHINES CORP	10/15/01	01/29/02	145,840 99	141,889 02	3,951 97
1,100	INTERNATIONAL BUSINESS MACHINES CORP	11/13/01	01/29/02	114,589 35	127,660 94	13,071 59-
1,700	KING PHARMACEUTICALS INC	10/11/01	01/29/02	63,803 10	71,198 55	7,395 45-
900	KING PHARMACEUTICALS INC	09/10/01	01/29/02	33,778 11	37,025 73	3,247 62-
800	INTERNATIONAL BUSINESS MACHINES CORP	09/20/01	01/29/02	83,337 71	76,074 40	7,263 31
3,900	INTERNATIONAL BUSINESS MACHINES CORP	09/20/01	01/29/02	406,271 33	370,862 70	35,408 63
3,100	TYCO INTERNATIONAL LTD	03/26/01	01/29/02	108,985 68	139,332 29	30,346 61-
3,500	KING PHARMACEUTICALS INC	09/10/01	01/29/02	131,359 32	143,988 95	12,629 63-
13,475	TYCO INTERNATIONAL LTD	09/20/01	01/30/02	392,890 03	568,106 00	175,215 97-
6,050	TYCO INTERNATIONAL LTD	09/25/01	01/30/02	176,399 61	267,773 00	91,373 39-
33,600	TYCO INTERNATIONAL LTD	09/26/01	01/30/02	979,673 86	1,465,951 20	486,277 34-
9,100	TYCO INTERNATIONAL LTD	09/28/01	01/30/02	265,328 34	416,810 94	151,482 60-
500	TORCHMARK CORP	05/23/01	01/30/02	18,462 87	18,728 35	265 48-
4,200	KING PHARMACEUTICALS INC	09/17/01	01/30/02	157,303 17	168,801 36	11,498 19-
3,800	TYCO INTERNATIONAL LTD	03/26/01	01/30/02	114,516 97	170,794 42	56,277 45-

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ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARREY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,100	TYCO INTERNATIONAL LTD	03/26/01	01/30/02	63,285 69	94,386 39	31,100 70-
400	KING PHARMACEUTICALS INC	09/17/01	01/30/02	14,981 25	16,076 32	1,095 07-
1,800	KING PHARMACEUTICALS INC	09/18/01	01/30/02	67,415 65	69,748 02	2,332 37-
37,434 81	COLUMBIA CAPITAL EQUITY PARTNERS II	10/25/01	01/31/02	451,911 77	37,434 81	414,476 96
400	IDEC PHARMACEUTICALS	09/17/01	01/31/02	23,105 25	21,965 72	1,139 53
1,900	IDEC PHARMACEUTICALS	09/17/01	01/31/02	109,749 95	103,953 56	5,796 39
1,900	IDEC PHARMACEUTICALS	09/21/01	01/31/02	109,749 95	93,098 29	16,651 66
1,100	KING PHARMACEUTICALS INC	09/10/01	01/31/02	40,517 67	45,253 67	4,736 00-
200	KING PHARMACEUTICALS INC	09/10/01	01/31/02	7,366 85	8,227 94	861 09-
1,600	KING PHARMACEUTICALS INC	12/18/01	01/31/02	58,934 79	65,765 44	6,830 65-
1,100	KING PHARMACEUTICALS INC	12/18/01	01/31/02	40,517 67	45,213 74	4,696 07-
300	KING PHARMACEUTICALS INC	09/17/01	01/31/02	11,050 27	12,057 24	1,006 97-
200	TORCHMARK CORP	05/23/01	01/31/02	7,485 72	7,491 34	5 62-
78,600	AT&T CORP	09/27/01	02/01/02	1,362,141 02	1,469,584 20	107,443 18-
30,100	AT&T WIRELESS GROUP	11/16/01	02/01/02	521,634 16	512,482 60	9,151 56-
32,230	A T & T WIRELESS GROUP	07/20/01	02/01/02	360,761 03	559,216 28	198,455 25-
200	TORCHMARK CORP	05/23/01	02/01/02	7,567 34	7,491 34	76 00
100	JOHNSON & JOHNSON	09/04/01	02/01/02	5,780 47	5,603 47	177 24
3,500	JOHNSON & JOHNSON	12/21/01	02/01/02	202,324 96	206,046 40	3,721 44-
1,400	JOHNSON & JOHNSON	06/05/01	02/01/02	80,929 98	71,234 59	9,695 39
6,700	SUN MICROSYSTEMS INC	11/30/01	02/01/02	68,227 08	96,614 00	28,386 92-
10,900	SUN MICROSYSTEMS INC	11/30/01	02/01/02	109,570 59	157,178 00	47,607 41-
8,000	SUN MICROSYSTEMS INC	11/08/01	02/01/02	80,418 79	109,651 20	29,232 41-
5,400	SUN MICROSYSTEMS INC	11/08/01	02/01/02	54,988 99	74,014 56	19,025 57-
3,600	SUN MICROSYSTEMS INC	11/08/01	02/01/02	35,985 42	49,343 04	13,357 62-
12,300	SUN MICROSYSTEMS INC	11/01/01	02/01/02	122,950 17	133,333 23	10,383 06-
6,700	SUN MICROSYSTEMS INC	11/01/01	02/01/02	68,227 08	72,628 67	4,401 59-
4,700	SUN MICROSYSTEMS INC	11/01/01	02/01/02	48,640 97	50,948 47	2,307 50-
4,100	SYMANTEC CORP	10/18/01	02/01/02	155,980 10	108,823 02	47,157 08
1,600	EBAY INC	06/14/01	02/04/02	89,054 82	102,469 12	13,414 30-
500	EBAY INC	06/14/01	02/04/02	27,829 63	32,021 60	4,191 97-
1,900	EBAY INC	06/15/01	02/04/02	105,752 60	120,907 45	15,154 85-
24,975	SPRINT CORP	10/26/01	02/05/02	356,777 47	500,998 50	144,221 03-
22,800	SPRINT CORP	10/30/01	02/05/02	325,706 76	463,058 87	137,352 11-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
65,100	SPRINT CORP	09/27/01	02/05/02	929,978	1,481,025	551,046
34,600	SPRINT CORP	10/03/01	02/05/02	494,274	802,626	308,352
54,800	SPRINT CORP	11/16/01	02/05/02	782,839	1,203,835	420,996
37,180	QWEST COMMUNICATIONS INTL	01/23/02	02/05/02	332,384	477,376	144,992
31,520	QWEST COMMUNICATIONS INTL	01/24/02	02/05/02	281,784	407,496	125,712
5,126	MONSANTO CO	05/01/01	02/05/02	163,916	164,377	460
2,900	TYCO INTERNATIONAL LTD	10/17/01	02/05/02	71,033	141,346	70,312
6,700	TYCO INTERNATIONAL LTD	03/26/01	02/05/02	158,774	301,137	142,362
4,100	SYMANTEC CORP	10/18/01	02/05/02	150,311	108,823	41,488
5,000,000	US TREASURY N/B DTD	09/27/01	02/06/02	5,028,710	5,141,406	112,695
12,725	PHARMACIA CORPORATION	02/26/01	02/06/02	498,292	624,543	126,251
6,925	BANK OF AMERICA CORP	04/24/01	02/06/02	585,160	546,495	38,664
18,800	BANK OF AMERICA CORP	07/16/01	02/06/02	1,108,414	1,166,092	57,678
14,600	BANK OF AMERICA CORP	04/27/01	02/06/02	860,789	832,211	28,578
3,700	TYCO INTERNATIONAL LTD	03/26/01	02/06/02	96,100	166,299	70,198
3,000	TYCO INTERNATIONAL LTD	03/26/01	02/06/02	77,919	134,837	56,918
6,500	CITIGROUP INC	03/26/01	02/06/02	288,405	285,740	2,665
1,000	GENZYME CORP	10/17/01	02/07/02	39,612	46,541	6,928
11,476	SOLECTRON CORP	07/30/01	02/07/02	110,595	198,329	87,733
7,164	SOLECTRON CORP	08/02/01	02/07/02	69,040	133,481	64,441
15,960	SOLECTRON CORP	08/09/01	02/07/02	153,808	244,347	90,538
10,000	SOLECTRON CORP	10/17/01	02/07/02	96,371	148,102	51,730
300	MEDTRONIC INC	09/28/01	02/08/02	14,182	13,057	1,124
1,400	MEDTRONIC INC	09/28/01	02/08/02	66,298	60,936	5,362
15,575	BANK OF AMERICA CORP	04/24/01	02/12/02	951,024	857,598	93,426
17,100	BANK OF AMERICA CORP	04/27/01	02/12/02	1,044,142	974,713	69,429
6,100	BANK OF AMERICA CORP	05/17/01	02/12/02	372,471	343,497	28,974
3,100	MEDTRONIC INC	09/27/01	02/12/02	147,117	128,352	18,765
700	PITNEY BOWES INC	05/22/01	02/12/02	28,318	27,625	693
2,200	VERITAS SOFTWARE CORP	01/28/02	02/11/02	84,295	102,043	17,748
700	PITNEY BOWES INC	05/22/01	02/11/02	28,385	27,625	759
4,400	VERITAS SOFTWARE CORP	01/28/02	02/11/02	171,422	204,086	32,663
2,100	MEDTRONIC INC	09/27/01	02/11/02	99,346	88,312	11,034
5,900	MEDTRONIC INC	09/28/01	02/11/02	279,116	256,802	22,314
2,900	MEDTRONIC INC	09/27/01	02/11/02	137,192	120,071	17,120

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 TAXPAYER ID 23-6234669
 THE PEW MEMORIAL TRUST
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
388,000	US TREASURY N/B DTD 8/15/2001 5% 8/15/2011	09/27/01	02/13/02	389,182 19	398,973 12	9,790 93-
6,100,000	US TREASURY N/B DTD 8/15/2001 5% 8/15/2011	09/26/01	02/13/02	6,118,585 93	6,269,656 25	151,070 32-
1,172,000	US TREASURY N/B DTD 8/15/2001 5% 8/15/2011	01/28/02	02/13/02	1,175,570 94	1,162,660 63	12,910 31
1,100	PITNEY BOWES INC	05/22/01	02/13/02	43,810 69	43,411 28	399 41
625	ABERCROMBIE & FITCH CO-CL	04/18/01	02/14/02	14,987 27	18,486 50	3,499 23-
675	ADVANCEPCS	04/25/01	02/14/02	20,419 92	19,718 94	700 98
675	ASTORIA FINANCIAL CORP	04/18/01	02/14/02	19,702 95	18,823 02	879 93
500	BRUNSWICK CORP	06/22/01	02/14/02	12,974 80	12,118 20	856 60
375	COHERENT INC	05/04/01	02/14/02	11,403 57	13,624 01	2,220 44-
4,075	ESS TECHNOLOGY	01/09/02	02/14/02	91,523 12	99,310 19	7,787 07-
3,125	IKON OFFICE SOLUTION INC	01/25/02	02/14/02	41,530 62	39,906 88	1,623 74
675	JACOBS ENGINEERING GROUP	11/02/01	02/14/02	43,530 09	46,111 88	2,581 79-
350	LABORATORY CORP OF AMERICAN HLDS	04/25/01	02/14/02	30,848 53	26,318 11	4,530 42
575	LEAR CORPORATION	04/18/01	02/14/02	22,758 15	19,967 74	2,790 41
650	LINGARE HOLDING INC	04/25/01	02/14/02	16,542 25	18,615 03	2,072 78-
1,675	METRIS COMPANIES INC	01/15/02	02/14/02	27,620 33	39,308 23	11,687 90-
2,550	ROSS STORES INC	05/01/01	02/14/02	92,869 60	56,934 87	35,934 73
950	SILICON STORAGE TECHNOLOGY	01/28/02	02/14/02	7,751 88	8,326 75	574 87-
675	TALBOT'S INC	04/30/01	02/14/02	24,468 38	28,352 70	3,884 32-
1,325	ABERCROMBIE & FITCH CO-CL	04/18/01	02/14/02	31,414 48	39,191 38	7,776 90-
1,450	ADVANCEPCS	04/25/01	02/14/02	43,412 34	42,359 21	1,053 13
1,425	ASTORIA FINANCIAL CORP	04/18/01	02/14/02	41,780 37	39,737 48	2,042 89
1,075	BRUNSWICK CORP	06/22/01	02/14/02	27,885 08	26,054 13	1,830 95
825	COHERENT INC	05/04/01	02/14/02	24,997 12	29,972 83	4,975 71-
8,700	ESS TECHNOLOGY	01/09/02	02/14/02	193,311 10	212,024 22	18,713 12-
6,700	IKON OFFICE SOLUTION INC	01/25/02	02/14/02	87,366 68	85,560 34	1,806 34
1,450	JACOBS ENGINEERING GROUP	11/02/01	02/14/02	93,651 05	99,055 16	5,404 11-
750	LABORATORY CORP OF AMERICAN HLDS INC	04/25/01	02/14/02	65,815 04	56,395 95	9,419 09
1,200	LEAR CORPORATION	04/18/01	02/14/02	47,243 29	41,671 80	5,571 49
1,400	LINGARE HOLDING INC	04/25/01	02/14/02	35,699 46	40,093 90	4,394 44-

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
3,600	METRIS COMPANIES INC	01/15/02	02/14/02	57,067 06	84,483 36	27,416 30-
3,590	ROSS STORES INC	05/01/01	02/14/02	129,884 25	80,155 36	49,728 89
1,885	ROSS STORES INC	04/19/01	02/14/02	68,198 27	41,046 25	27,152 02
2,050	SILICON STORAGE TECHNOLOGY	01/28/02	02/14/02	16,379 25	17,968 25	1,589 00-
1,425	TALBOT'S INC	04/30/01	02/14/02	52,766 95	59,855 70	7,088 75-
500	TENET HEALTH CARE	10/02/01	02/14/02	30,971 83	29,786 00	1,185 83
2,000	TENET HEALTH CARE	01/03/02	02/14/02	123,887 34	118,979 20	4,908 14
300	PITNEY BOWES INC	05/22/01	02/14/02	12,074 93	11,839 44	235 49
1,161	KV PHARMACEUTICAL CO-CL A	12/24/01	02/14/02	30,231 43	31,405 05	1,173 62-
314	KV PHARMACEUTICAL CO-CL A	12/21/01	02/14/02	8,176 29	8,476 62	300 33-
1,475	KV PHARMACEUTICAL CO-CL A	12/21/01	02/14/02	38,407 71	39,818 51	1,410 80-
225	KV PHARMACEUTICAL CO-CL A	12/21/01	02/14/02	5,858 80	6,074 01	215 21-
1,475	KV PHARMACEUTICAL CO-CL A	12/21/01	02/14/02	38,038 97	39,818 51	1,779 54-
3,700	ALTSATE CORP	12/18/01	02/15/02	125,835 09	121,227 54	4,607 55
2,125	ALCOA INC	11/26/01	02/15/02	77,563 44	81,528 18	3,964 74-
2,525	ANALOG DEVICES INC	01/09/02	02/15/02	104,139 78	122,568 80	18,429 02-
4,850	AT&T CORP	09/26/01	02/15/02	71,730 40	87,833 50	16,103 10-
3,400	BANKNORTH GROUP INC	02/05/02	02/15/02	81,286 99	79,747 00	1,539 99
1,700	BEAR STEARNS COS INC	09/07/01	02/15/02	95,623 55	84,725 96	10,897 59
2,025	BOEING CO	01/24/02	02/15/02	90,576 88	81,039 69	9,537 19
2,500	BRINKER INTL INC	02/11/02	02/15/02	78,973 80	78,525 00	448 80
1,25	BRISTOL MYERS SQUIBB CO	07/27/01	02/15/02	6,752 86	6,752 86	1,102 95-
1,850	CARDINAL HEALTH INC	02/07/02	02/15/02	122,058 57	119,236 94	2,821 63
5,400	CAREMARK RX INC	07/19/01	02/15/02	92,887 78	97,794 00	4,906 22-
800	CAREMARK RX INC	07/27/01	02/15/02	13,761 15	13,648 00	113 15
2,550	CAREMARK RX INC	12/21/01	02/15/02	43,863 67	39,604 81	4,258 86
8,700	CENDANT CORP	11/06/01	02/15/02	139,719 88	120,147 00	19,572 88
1,950	CHEVRONTXACO CORPORATION	10/12/01	02/15/02	160,950 58	179,145 33	18,194 75-
3,950	CITIGROUP INC	11/26/01	02/15/02	174,824 35	199,119 50	24,295 15-
2,758	COMCAST CORP CLASS A	04/18/01	02/15/02	84,261 69	118,387 98	34,126 29-
25	COMPUTER ASSOC SPECIAL	05/24/01	02/15/02	660 99	794 69	133 70-
6,475	CONAGRA INC	02/05/02	02/15/02	155,620 38	158,159 64	2,539 26-
2,075	E I DU PONT DE NEMOURS & CO	06/01/01	02/15/02	93,560 34	96,103 21	2,542 87-
1,225	EASTMAN CHEMICAL CO	12/21/01	02/15/02	49,513 74	47,853 03	1,660 71
2,600	ENTERGY CORP NEW	10/30/01	02/15/02	105,813 97	101,499 32	4,314 65
5,100	GENERAL ELECTRIC CO	09/17/01	02/15/02	190,176 12	185,381 43	4,794 69

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARPEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
3,675	HCA - THE HEALTHCARE COMPANY	02/07/02	02/15/02	155,339 91	156,163 61	823 70-
2,175	INTERNATIONAL BUSINESS MACHINES CORP	11/06/01	02/15/02	224,434 87	238,822 83	14,387 96-
3,400	JOHNSON & JOHNSON	11/26/01	02/15/02	193,765 80	205,507 90	11,742 10-
6,500	KROGER CO	09/04/01	02/15/02	134,092 97	178,665 50	44,572 53-
975	LABORATORY CORP OF AMERICAN HLDGS	11/26/01	02/15/02	85,650 50	79,510 47	6,140 03-
2,925	LOCKHEED MARTIN CORP	02/07/02	02/15/02	160,190 18	158,664 29	1,525 89-
4,425	MASCO CORP	09/04/01	02/15/02	115,668 19	115,007 52	660 67-
1,275	MONSANTO CO	05/03/01	02/15/02	39,142 55	41,560 79	2,418 24-
3,375	PEPSI BOTTLING GROUP INC	10/29/01	02/15/02	81,302 18	79,413 75	1,888 43-
5,000	PFIZER INC	07/19/01	02/15/02	207,295 38	205,800 00	1,495 38-
3,150	ALTRIA GROUP INC	10/29/01	02/15/02	161,561 05	158,120 23	3,440 82-
800	THE PMI GROUP INC	03/16/01	02/15/02	57,047 12	45,498 48	11,548 64-
2,050	PROCTER & GAMBLE CO	10/30/01	02/15/02	174,103 87	151,565 32	22,538 55-
4,200	TUX COS INC	01/24/02	02/15/02	155,227 13	169,734 60	14,507 47-
4,470	UNISYS INC	12/06/01	02/15/02	53,587 78	56,874 94	3,287 16-
2,030	UNISYS INC	12/07/01	02/15/02	25,486 65	25,486 65	1,150 36-
2,275	WACHOVIA CORPORATION	08/24/01	02/15/02	71,843 40	80,899 00	9,055 60-
725	WELLPPOINT HEALTH NETWORKS	10/23/01	02/15/02	92,349 10	76,493 30	15,855 80-
3,375	WELLS FARGO CO	02/12/02	02/15/02	155,483 91	156,515 29	1,031 38-
1,500	WEYERHAEUSER CO	11/26/01	02/15/02	90,069 43	80,178 30	9,891 13-
3,250	WISCONSIN ENERGY CORP	10/05/01	02/15/02	76,991 31	76,403 27	588 04-
124	MONSANTO CO	05/01/01	02/19/02	3,829 04	3,976 36	147 32-
19,600	MONSANTO CO	09/19/01	02/19/02	605,234 93	628,129 04	22,894 11-
400	QUALCOMM CORP	10/17/01	02/19/02	14,609 94	19,595 00	4,985 06-
10,300	QUALCOMM CORP	11/07/01	02/19/02	376,205 96	553,728 00	177,522 04-
900	HOME DEPOT INC	01/31/02	02/19/02	45,658 11	44,645 13	1,012 98-
1,300	FORREST LABS INC CLASS A	01/30/02	02/19/02	102,589 52	106,130 31	3,540 79-
1,000	FORREST LABS INC CLASS A	01/31/02	02/19/02	78,915 01	82,907 80	3,992 79-
700	FORREST LABS INC CLASS A	01/30/02	02/19/02	55,240 51	57,147 09	1,906 58-
500	FORREST LABS INC CLASS A	01/30/02	02/19/02	39,608 15	40,819 35	1,211 20-
2,200,000	US TREASURY N/B DTD	12/13/01	02/20/02	2,337,414 06	2,331,398 44	6,015 62
1,800	ABBOTT LABORATORIES	12/21/01	02/20/02	103,154 65	101,086 74	2,067 91-
600	FORREST LABS INC CLASS A	01/30/02	02/20/02	47,971 20	48,983 22	1,012 02-
600	FORREST LABS INC CLASS A	01/08/02	02/20/02	47,971 19	48,030 48	59 29-
5,500	RF MICRO DEVICES INC	02/12/02	02/20/02	87,769 32	105,226 00	17,456 68-

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,300	ABBOTT LABORATORIES	12/21/01	02/20/02	74,500 58	73,007 09	1,493 49
9,400	COMPUTER ASSOC INTERNATIONAL INC	05/22/01	02/21/02	179,166 00	304,471 64	125,305 64
40,400	COMPUTER ASSOC INTERNATIONAL INC	04/30/01	02/21/02	770,032 57	1,289,652 84	519,620 27
7,100	RF MICRO DEVICES INC	02/12/02	02/21/02	115,312 91	135,837 20	20,524 29
600	RF MICRO DEVICES INC	02/12/02	02/21/02	9,744 75	11,031 00	1,286 25
4,400	RF MICRO DEVICES INC	02/11/02	02/21/02	71,461 53	81,180 00	9,718 47
5,200	CISCO SYSTEMS	06/05/01	02/21/02	80,924 82	110,564 48	29,639 66
10,100	CISCO SYSTEMS	06/05/01	02/21/02	158,458 53	214,750 24	56,291 71
400	AMERICAN INTERNATIONAL GROUP INC	10/22/01	02/21/02	28,325 09	33,792 36	5,467 27
2,900	AMERICAN INTERNATIONAL GROUP INC	10/23/01	02/21/02	205,356 94	243,578 54	38,221 60
900	AMERICAN INTERNATIONAL GROUP INC	12/05/01	02/21/02	63,731 46	73,854 00	10,122 54
5,100	CISCO SYSTEMS	06/05/01	02/21/02	79,240 05	108,438 24	29,198 19
800	AMERICAN INTERNATIONAL GROUP INC	11/09/01	02/21/02	56,650 19	63,783 44	7,133 25
2,900	AMERICAN INTERNATIONAL GROUP INC	11/09/01	02/21/02	205,356 93	231,214 97	25,858 04
500	AMERICAN INTERNATIONAL GROUP INC	12/05/01	02/21/02	35,406 37	41,030 00	5,623 63
1,498	MONSANTO CO GROUP INC	05/03/01	02/21/02	46,092 76	48,829 86	2,737 10
502	MONSANTO CO	05/03/01	02/21/02	15,446 30	16,363 54	917 24
16,929	JP MORGAN CHASE & CO	07/03/01	02/22/02	469,704 94	779,140 30	309,435 36
1,500	EMERSON ELECTRIC CO	10/17/01	02/22/02	83,752 59	74,355 00	9,397 59
500	MERCK & CO INC	10/17/01	02/22/02	30,642 94	34,535 00	3,892 06
600	TXU CORPORATION	10/17/01	02/22/02	29,924 67	27,792 00	2,132 67
15,925	COMPUTER ASSOC INTERNATIONAL INC	04/30/01	02/22/02	241,610 44	508,359 44	266,749 00
32,000	COMPUTER ASSOC INTERNATIONAL INC	05/24/01	02/22/02	485,496 66	1,017,200 00	531,703 34
3,300	HARLEY DAVIDSON INC	10/17/01	02/22/02	167,521 97	162,525 00	4,996 97
8,777	MONSANTO CO	05/02/01	02/22/02	268,879 36	283,051 23	14,171 87
2,000	MONSANTO CO	05/03/01	02/22/02	61,269 08	65,193 40	3,924 32
1,498	MONSANTO CO	05/03/01	02/22/02	45,890 54	48,829 86	2,939 32
3,000	CIRCUIT CITY STORES INC	02/20/02	02/22/02	50,934 73	45,674 29	4,260 44
1,900	CIRCUIT CITY STORES INC	02/20/02	02/22/02	32,258 66	32,674 29	415 63
2,100	CIRCUIT CITY STORES INC	02/20/02	02/22/02	35,654 31	50,482 11	14,827 80

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
900	CIRCUIT CITY STORES INC	02/20/02	02/22/02	15,280 42	21,626 19	6,345 77-
5,100	EMC CORP	01/03/02	02/25/02	61,253 64	82,622 04	21,368 40-
4,800	EMC CORP	01/03/02	02/25/02	57,650 49	77,761 92	20,111 43-
17,850	AT&T CORP	09/26/01	02/26/02	271,683 61	323,263 50	51,579 89-
39,000	AT&T CORP	10/30/01	02/26/02	593,594 43	616,590 00	22,995 57-
1,200	CHECK POINT SOFTWARE TECH	11/07/01	02/26/02	36,023 43	41,467 92	5,444 49-
2,400	EMC CORP	01/03/02	02/26/02	29,331 15	38,880 96	9,549 81-
3,000	LOEMS GROUP - CAROLINA GROUP	01/31/02	02/26/02	88,021 67	84,000 00	4,021 67-
4,900	LOEMS GROUP - CAROLINA GROUP	01/31/02	02/26/02	143,768 73	137,200 00	6,568 73-
4,200	CIRCUIT CITY STORES INC	02/20/02	02/26/02	73,832 36	100,922 22	27,089 86-
5,700	CIRCUIT CITY STORES INC	02/20/02	02/26/02	100,201 07	136,965 87	36,764 80-
1,800	EMC CORP	01/03/02	02/27/02	21,998 36	29,160 72	7,162 36-
1,400	LOEMS GROUP - CAROLINA GROUP	01/31/02	02/27/02	41,696 97	39,200 00	2,496 97-
13,300	EMC CORP	01/03/02	02/27/02	155,997 34	215,465 32	59,467 98-
2,300	CIRCUIT CITY STORES INC	02/20/02	02/27/02	40,187 29	55,266 93	15,079 64-
1,700	CIRCUIT CITY STORES INC	02/21/02	02/27/02	29,703 65	40,491 62	10,787 97-
1,200	LOEMS GROUP - CAROLINA GROUP	01/31/02	02/27/02	35,740 26	33,600 00	2,140 26-
18,500	VALERO ENERGY CORP	12/14/01	02/28/02	797,032 72	642,945 30	154,087 42-
900	AMR CORP	05/22/01	03/01/02	23,954 04	35,365 95	11,411 91-
26,000	ORACLE SYSTEMS	01/09/02	03/01/02	411,152 61	439,121 80	27,969 19-
4,000	ORACLE SYSTEMS	02/26/02	03/01/02	63,254 25	66,753 20	3,498 95-
2,400	TENET HEALTH CARE	01/03/02	03/01/02	139,413 90	142,775 04	3,361 14-
400	TENET HEALTH CARE	09/05/01	03/01/02	23,235 65	23,397 08	161 43-
500	FORREST LABS INC CLASS A	01/08/02	03/01/02	39,289 36	40,025 40	736 04-
1,000	FORREST LABS INC CLASS A	01/08/02	03/01/02	78,463 82	80,050 80	1,586 98-
1,100	FORREST LABS INC CLASS A	01/08/02	03/01/02	86,447 59	88,055 88	1,608 29-
2,000	FORREST LABS INC CLASS A	01/08/02	03/01/02	157,177 44	160,101 60	2,924 16-
150	SOLECTRON CORP 7 25 %	12/20/01	03/04/02	3,569 94	3,750 00	180 06-
200	ALCOA INC	12/05/01	03/04/02	7,661 88	8,068 62	406 74-
200	ANADARKO PETROLEUM CORP	04/30/01	03/04/02	10,443 84	13,251 66	2,807 82-
200	ANHEUSER BUSCH COS INC	02/26/02	03/04/02	10,039 84	9,962 00	77 84-

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
300	AOL TIME WARNER	03/04/02	07/20/01	7,922 87	13,377 00	5,454 13-
200	CHECK POINT SOFTWARE TECH	03/04/02	11/07/01	6,361 90	6,911 32	549 42-
100	CHEVRONTEXACO CORPORATION	03/04/02	10/17/01	8,546 87	8,985 00	438 13-
300	CITIGROUP INC	03/04/02	10/17/01	14,135 77	14,163 00	27 23-
100	COMCAST CORP CLASS A	03/04/02	01/23/02	3,423 94	3,563 25	139 31-
200	EMC CORP	03/04/02	01/28/02	2,359 96	3,414 90	1,054 94-
200	EXXON MOBIL CORPORATION	03/04/02	10/17/01	8,473 87	8,430 72	43 15-
200	FED HOME LOAN MTG CORP	03/04/02	10/17/01	13,017 80	13,328 00	310 20-
200	HARLEY DAVIDSON INC	03/04/02	02/26/02	10,707 83	10,074 00	633 83-
300	JOHNSON & JOHNSON	03/04/02	02/26/02	18,692 71	18,018 00	674 71-
100	KIMBERLY CLARK CORP	03/04/02	02/26/02	6,349 90	6,306 00	43 90-
100	LEHMAN BROTHERS HLDS	03/04/02	06/26/01	6,012 90	7,581 00	1,568 10-
200	MBNA CORP	03/04/02	08/28/01	7,305 89	7,078 90	226 99-
200	MCGRAW HILL INC	03/04/02	02/26/02	13,145 80	13,336 88	191 08-
300	MICROSOFT CORP	03/04/02	07/16/01	18,866 70	21,572 13	2,705 43-
100	PEPSICO INC	03/04/02	02/26/02	5,051 92	5,085 00	33 08-
100	THE BMI GROUP INC	03/04/02	02/26/02	7,319 89	7,056 00	263 89-
100	PROCTER & GAMBLE CO	03/04/02	02/26/02	8,657 87	8,622 00	35 87-
100	SEI INVESTMENTS CO	03/04/02	02/26/02	4,124 93	4,000 00	124 93-
300	SOUTHWEST AIRLINES	03/04/02	02/26/02	6,155 89	6,348 09	192 20-
200	TARGET CORP	03/04/02	02/26/02	8,679 86	9,010 00	330 14-
100	TENET HEALTH CARE	03/04/02	02/11/02	5,707 91	6,396 47	688 56-
100	UIX COS INC	03/04/02	02/19/02	3,809 93	3,691 13	118 80-
100	VERIZON COMMUNICATIONS	03/04/02	04/30/01	4,743 92	5,602 25	858 33-
100	WASHINGTON MUTUAL INC	03/04/02	02/11/02	3,374 94	3,268 80	106 14-
100	WELLPOINT HEALTH NETWORKS	03/04/02	02/26/02	11,981 82	12,602 71	620 89-
100	ZIMMER HOLDINGS INC	03/04/02	02/26/02	3,639 94	3,538 00	101 94-
3,800	SOLECTRON CORP 7 25 % CONV PFD \$1 8125	03/04/02	12/20/01	89,756 55	95,000 00	5,243 45-
800	AGILENT TECHNOLOGIES INC	03/04/02	02/26/02	27,607 58	23,480 00	4,127 58-
2,700	AGILENT TECHNOLOGIES INC	03/04/02	07/20/01	93,175 60	78,320 25	14,855 35-
4,400	ALCOA INC	03/04/02	12/05/01	171,781 33	177,509 64	5,728 31-
4,100	ANADARKO PETROLEUM CORP	03/04/02	04/30/01	214,764 61	271,659 03	56,894 42-
1,400	ANHUEUSER BUSCH COS INC	03/04/02	02/26/02	69,536 53	69,734 00	197 47-
2,000	ANHUEUSER BUSCH COS INC	03/04/02	10/17/01	99,337 91	81,846 60	17,491 31-
4,400	AOL TIME WARNER	03/04/02	07/20/01	159,681 59	267,540 00	107,858 41-
4,400	CHECK POINT SOFTWARE TECH	03/04/02	11/07/01	141,017 88	152,049 04	11,031 16-
200	CHEVRONTEXACO CORPORATION	03/04/02	10/17/01	17,148 94	17,970 00	821 06-
900	CHEVRONTEXACO CORPORATION	03/04/02	02/26/02	77,170 24	76,104 00	1,066 24-
2,000	CITIGROUP INC	03/04/02	10/17/01	94,353 38	94,420 00	66 62-

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Gain/loss period is short disposal method sale

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

ACCOUNT 0049-00-1/6 (cont)
 The PWM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,200	COMCAST CORP CLASS A	01/23/02	03/04/02	74,556 87	78,391 50	3,834 63
4,700	SPECIAL EMC CORP	01/28/02	03/04/02	54,942 17	80,250 15	25,307 98
500	EXXON MOBIL CORPORATION	10/17/01	03/04/02	21,197 28	21,076 80	120 48
2,500	EXXON MOBIL CORPORATION	02/26/02	03/04/02	105,986 41	102,600 00	3,386 41
400	FED HOME LOAN MTG CORP	10/17/01	03/04/02	25,775 61	26,656 00	880 39
2,200	FED HOME LOAN MTG CORP	02/26/02	03/04/02	141,765 87	140,190 16	1,575 71
800	FIRST DATA CORP	10/17/01	03/04/02	67,904 10	53,600 00	14,304 10
900	FIRST DATA CORP	02/26/02	03/04/02	76,392 11	72,153 00	4,239 11
500	FIRST DATA CORP	06/26/01	03/04/02	42,440 06	32,704 95	9,735 11
800	GENERAL DYNAMICS CORP	02/26/02	03/04/02	74,478 88	71,508 48	2,970 40
1,700	HARLEY DAVIDSON INC	02/26/02	03/04/02	92,396 67	85,629 00	6,767 67
2,000	JOHNSON & JOHNSON	10/17/01	03/04/02	124,478 13	115,120 00	9,358 13
2,700	JOHNSON & JOHNSON	02/26/02	03/04/02	168,045 47	162,162 00	5,883 47
1,300	JOHNSON CONTROLS	02/26/02	03/04/02	119,520 00	115,440 00	4,080 20
1,300	KIMBERLY CLARK CORP	02/26/02	03/04/02	82,431 76	81,978 00	453 76
2,500	LEHMAN BROTHERS HLDGS	06/26/01	03/04/02	152,047 71	189,525 00	37,477 29
1,300	LOCKHEED MARTIN CORP	03/04/02	03/04/02	73,981 41	74,237 41	255 53
4,600	MBNA CORP	08/28/01	03/04/02	171,753 59	162,814 70	8,938 89
1,800	MCGRAW HILL INC	02/26/02	03/04/02	120,022 73	120,031 92	9 19
1,300	MCGRAW HILL INC	03/12/01	03/04/02	86,683 09	76,128 00	10,555 09
6,200	MICROSOFT CORP	07/16/01	03/04/02	389,068 95	445,824 02	56,755 07
800	OMNICOM GROUP	03/04/02	03/04/02	76,262 85	75,908 64	354 21
2,400	PEPSICO INC	02/26/02	03/04/02	120,815 14	122,040 00	1,224 86
2,200	PEPSICO INC	10/17/01	03/04/02	110,747 22	105,182 44	5,564 78
2,100	THE PMI GROUP INC	02/26/02	03/04/02	152,810 08	148,176 00	4,634 08
800	PROCTER & GAMBLE CO	02/26/02	03/04/02	69,190 96	68,976 00	214 96
900	SEI INVESTMENTS CO	02/26/02	03/04/02	36,665 45	36,000 00	665 45
1,300	SEI INVESTMENTS CO	09/05/01	03/04/02	52,961 20	50,699 09	2,262 11
2,100	SOUTHWEST AIRLINES	02/26/02	03/04/02	43,641 33	44,436 64	795 31
6,800	SOUTHWEST AIRLINES	12/05/01	03/04/02	141,314 79	132,899 20	8,415 59
2,200	TARGET CORP	02/26/02	03/04/02	94,950 57	99,110 00	4,159 43
2,500	TENET HEALTH CARE	02/11/02	03/04/02	141,571 87	159,911 75	18,339 88
2,000	TJX COS INC	02/19/02	03/04/02	76,278 85	73,822 60	2,456 25
700	TXU CORPORATION	02/26/02	03/04/02	36,357 45	35,553 00	804 45
2,000	UNITED TECHNOLOGIES CORP	03/04/02	03/04/02	152,477 71	151,560 80	916 91
3,500	VERIZON COMMUNICATIONS	04/30/01	03/04/02	167,332 48	196,078 75	28,746 27
1,200	WAL MART STORES INC	03/04/02	03/04/02	74,662 68	75,322 68	659 81
2,400	WASHINGTON MUTUAL INC	02/11/02	03/04/02	80,038 79	78,451 20	1,587 59
100	WELLPOINT HEALTH NETWORKS	10/17/01	03/04/02	11,721 25	10,610 00	1,111 25
800	WELLPOINT HEALTH NETWORKS	02/26/02	03/04/02	93,770 03	100,821 67	7,051 64
700	ZIMMER HOLDINGS INC	02/26/02	03/04/02	25,437 62	24,766 00	671 62

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFEY

UNITS SECURITY DATE ACQUIRED DATE BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE	BASIS DISPOSED	GAIN/(LOSS)
2,100	ZIMMER HOLDINGS INC	11/20/01	03/04/02	76,312 85	12,785 33
2,000	AMR CORP	05/22/01	03/04/02	56,673 14	21,917 86-
1,400	PITNEY BOWES INC	05/22/01	03/04/02	59,974 67	4,723 94
4,200	TENET HEALTH CARE	09/05/01	03/04/02	238,905 01	6,764 33-
4,100	TENET HEALTH CARE	09/10/01	03/04/02	238,216 80	4,792 71-
2,700	WAL MART STORES INC	07/30/01	03/04/02	168,787 42	18,630 70
25,700	AOL TIME WARNER	05/18/01	03/05/02	695,313 25	708,628 93-
3,200	AOL TIME WARNER	08/31/01	03/05/02	86,575 97	33,714 91-
8,691	CAREMARK RX INC	12/21/01	03/05/02	148,386 99	13,404 46
10,107	CAREMARK RX INC	11/27/01	03/05/02	172,563 27	22,615 82
8,800	AOL TIME WARNER	05/22/01	03/05/02	236,540 42	276,369 34-
0 395	MYKROLIS CORP	05/22/01	03/06/02	4 19	0 13
9,984	CAREMARK RX INC	12/21/01	03/06/02	170,693 84	15,629 34
11,618	CAREMARK RX INC	11/27/01	03/06/02	198,629 91	26,265 26
12,775	CAREMARK RX INC	12/21/01	03/06/02	226,798 79	28,366 44
22,400	CAREMARK RX INC	11/27/01	03/06/02	397,674 58	65,348 18
9,075	CAREMARK RX INC	12/21/01	03/07/02	158,536 94	17,590 39
8,625	CAREMARK RX INC	05/29/01	03/07/02	150,675 60	18,755 36
27,275	CAREMARK RX INC	11/27/01	03/07/02	476,484 30	71,832 40
4,125	CAREMARK RX INC	05/22/01	03/07/02	72,062 25	12,427 95
43,525	PROCTER & GAMBLE CO	08/02/01	03/07/02	3,660,319 16	550,701 65
2,300	MCDONALDS CORP	01/18/02	03/07/02	63,908 68	2,937 06
2,700	MCDONALDS CORP	01/22/02	03/07/02	75,023 23	2,321 68
2,000	MCDONALDS CORP	01/22/02	03/07/02	55,572 76	1,719 76
4,400	MCDONALDS CORP	01/17/02	03/07/02	122,260 08	5,803 52
1,200	NABORS INDUSTRIES INC	11/12/01	03/08/02	45,610 35	4,998 39
6,100	MCDONALDS CORP	01/17/02	03/08/02	169,990 41	8,539 27
2,100	CENDANT CORP	12/07/01	03/08/02	38,840 18	350 65-
700	CENDANT CORP	12/07/01	03/08/02	12,946 72	116 89-
400	CENDANT CORP	12/07/01	03/08/02	7,398 13	66 79-
1,500	CENDANT CORP	05/09/01	03/08/02	27,742 98	743 43
3,400	MICRON TECHNOLOGY INC	12/18/01	03/11/02	125,178 29	15,527 27
2,195,000	TBA FNMA 30 YR DTD 3/1/2003 6 5% 3/1/2033	02/06/02	03/11/02	2,195,943 17	13,461 52-
1,908,000	TBA FGLMC 7 0% DTD 3/1/2003 7% 3/1/2033	02/06/02	03/11/02	1,951,749 84	2,459 54-

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY ACQUIRED DATE DISPOSED DATE PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
4,150	SOLETRON CORP 7 25 %	12/20/01	03/12/02	101,445 21	103,750 00	2,304 79-
6,800	AGILENT TECHNOLOGIES INC	07/20/01	03/12/02	241,753 34	197,251 00	44,502 34
4,800	ALCOA INC	12/05/01	03/12/02	185,805 18	193,646 88	7,841 70-
4,400	ANDARCO PETROLEUM CORP	04/30/01	03/12/02	245,697 58	291,536 52	45,838 94-
3,600	ANHEUSER BUSCH COS INC	10/17/01	03/12/02	180,590 55	147,323 88	33,266 67
6,500	AOL TIME WARNER	07/20/01	03/12/02	170,381 27	289,835 00	119,453 73-
4,800	CHECK POINT SOFTWARE TECH	11/07/01	03/12/02	169,166 71	165,871 68	3,295 03
2,400	COMCAST CORP CLASS A	01/23/02	03/12/02	80,647 64	85,518 00	4,870 36-
5,100	EMC CORP SPECIAL	01/28/02	03/12/02	60,893 06	87,079 95	26,186 89-
2,400	FIRST DATA CORP	06/26/01	03/12/02	203,013 90	156,983 76	46,030 14
900	GENERAL DYNAMICS CORP	02/26/02	03/12/02	81,304 76	80,447 04	857 72
2,300	INTERNATIONAL BUSINESS MACHINES CORP	04/30/01	03/12/02	248,948 25	268,568 93	19,620 68-
721	LEHMAN BROTHERS HLDGS	06/26/01	03/12/02	46,417 28	54,659 01	8,241 73-
1,979	LEHMAN BROTHERS HLDGS	08/09/01	03/12/02	127,406 10	135,674 50	8,268 40-
1,400	LOCKHEED MARTIN CORP	03/04/02	03/12/02	79,957 53	79,947 98	9 55
4,900	MBNA CORP	08/28/01	03/12/02	186,931 20	173,433 05	13,498 15
3,108	MCGRAW HILL INC	03/12/01	03/12/02	208,045 44	182,004 48	26,040 96
6,700	MICROSOFT CORP	07/16/01	03/12/02	415,904 96	481,777 57	65,872 61-
800	OMNICOM GROUP	03/04/02	03/12/02	75,121 65	75,908 64	786 99-
5,100	PEPSICO INC	10/17/01	03/12/02	253,229 53	243,832 02	9,397 51
2,400	SEI INVESTMENTS CO	09/05/01	03/12/02	101,326 46	93,598 32	7,728 14
9,700	SOUTHWEST AIRLINES	12/05/01	03/12/02	193,962 14	189,576 80	4,385 34
4,900	SYSCO CORP	03/07/02	03/12/02	145,037 79	145,849 97	812 18-
2,600	TENET HEALTH CARE	02/11/02	03/12/02	159,071 31	166,308 22	7,236 91-
2,200	TJX COS INC	02/19/02	03/12/02	85,556 70	81,204 86	4,351 84
2,100	UNITED TECHNOLOGIES CORP	03/04/02	03/12/02	157,476 62	159,138 84	1,662 22-
3,800	VERIZON COMMUNICATIONS	04/30/01	03/12/02	179,702 72	212,885 50	33,182 78-
1,300	WAL MART STORES INC	03/04/02	03/12/02	80,702 76	81,599 57	896 81-
2,500	WASHINGTON MUTUAL INC	02/11/02	03/12/02	84,873 70	81,720 00	3,153 70
3,100	ZIMMER HOLDINGS INC	11/20/01	03/12/02	106,710 30	93,778 72	12,931 58
1,900	ORACLE SYSTEMS	07/27/01	03/12/02	27,154 01	36,613 00	9,458 99-
33,450	ORACLE SYSTEMS	01/09/02	03/12/02	478,053 50	572,777 73	94,724 23-
2,200	SIEBEL SYSTEMS INC	03/12/02	03/12/02	79,827 11	78,858 34	968 77
22,500	AOL TIME WARNER	08/31/01	03/13/02	583,839 19	845,795 25	261,956 06-
8,400	AOL TIME WARNER	09/19/01	03/13/02	217,966 63	260,826 72	42,860 09-
6,700	BOEING CO	01/23/02	03/13/02	334,168 84	270,279 34	63,889 50
3,200	MICROSOFT CORP	07/16/01	03/13/02	198,604 35	230,102 72	31,498 37-

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS SECURITY ACQUIRED DATE DISPOSED DATE PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
6,200	INTEL CORP	06/29/01	03/13/02	196,626	188,530	8,096
2,500	INTEL CORP	01/03/02	03/13/02	79,285	85,769	6,483
1,100	INTEL CORP	07/12/01	03/13/02	34,885	32,368	2,516
3,200	KLA-TENCOR CORPORATION	02/06/02	03/13/02	203,460	185,667	17,792
23,575	BOEING CO	01/24/02	03/14/02	1,128,843	943,462	185,381
33,900	BOEING CO	01/23/02	03/14/02	1,623,236	1,367,532	255,703
2,800	MICRON TECHNOLOGY INC	12/18/01	03/14/02	92,260	90,300	1,959
1,150,000	TBA FNMA 15 YR DTD 3/1/2003 6 5% 3/1/2018	02/06/02	03/14/02	1,171,292	1,176,773	5,480
2,100	ABBOTT LABORATORIES	12/21/01	03/15/02	111,725	117,934	6,208
7,100	ABBOTT LABORATORIES	05/16/01	03/15/02	377,739	376,324	1,415
400	ABBOTT LABORATORIES	05/16/01	03/15/02	21,281	21,201	79
3,000	ABBOTT LABORATORIES	05/16/01	03/15/02	159,608	159,010	597
10,440	ABERCROMBIE & FITCH CO-CL A	04/18/01	03/19/02	310,535	308,798	1,736
5,300	ADVANCEPCS	04/25/01	03/19/02	161,803	154,830	6,973
3,400	ASTORIA FINANCIAL CORP	04/18/01	03/19/02	105,224	94,812	10,412
8,110	HEALTH MANAGEMENT CLASS A	05/01/01	03/19/02	159,582	147,786	11,796
8,415	ROSS STORES INC	04/19/01	03/19/02	317,635	183,238	134,397
13,385	ROSS STORES INC	04/18/01	03/19/02	505,234	282,007	223,227
11,100	TALBOT'S INC	04/30/01	03/19/02	396,153	466,244	70,091
5,800	ALSTATE CORP	12/18/01	03/19/02	219,397	190,032	29,365
2,600	ALCOA INC	02/15/02	03/19/02	100,686	96,496	4,189
6,000	AMERICAN EXPRESS CO	11/05/01	03/19/02	252,311	185,009	67,301
3,600	ANADARKO PETROLEUM CORP	08/31/01	03/19/02	207,860	188,377	19,482
3,100	ANTHEM INC	01/10/02	03/19/02	180,321	154,606	25,714
4,400	APPLIED MATERIALS INC	05/17/01	03/19/02	229,852	234,727	4,874
1,500	BANK OF AMERICA CORP	05/17/01	03/19/02	103,985	84,466	19,518
8,000	BANKNORTH GROUP INC	02/06/02	03/19/02	207,776	187,580	20,196
5,500	CAREMARK RX INC	05/22/01	03/19/02	106,368	79,512	26,855
13,700	CENDANT CORP	11/12/01	03/19/02	266,808	188,836	77,972
2,900	CENTURYTEL INC	02/15/02	03/19/02	95,669	92,615	3,053
2,300	CHEVRONTXACO CORPORATION	10/10/01	03/19/02	208,843	215,579	6,735
8,600	CITIGROUP INC	07/16/01	03/19/02	427,187	432,435	5,248
3,200	COMPASS BANCSHARES	02/14/02	03/19/02	99,236	95,667	3,568
7,800	CONAGRA INC	02/06/02	03/19/02	178,716	187,140	8,424
3,100	CONTINENTAL AIR LINES INC CLASS B	02/21/02	03/19/02	93,463	99,284	5,821
2,748	DARDEN RESTAURANTS INC	08/08/01	03/19/02	107,451	75,666	31,784

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ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,300	E I DU PONT DE NEMOURS & CO	06/01/01	03/19/02	112,180	35	7,964
2,200	EASTMAN CHEMICAL CO	03/15/02	03/19/02	102,814	35	1,694
4,900	ENTERGY CORP NEW	10/26/01	03/19/02	203,395	94	16,418
1,200	FED NAT'L MTG ASSN	03/07/02	03/19/02	96,134	51	1,102
4,200	FIRSTENERGY CORP	12/19/01	03/19/02	137,001	94	10,460
1,800	GENERAL MOTORS CORP	02/25/02	03/19/02	109,078	36	12,922
4,300	HALLBURTON CO	02/28/02	03/19/02	72,797	90	699
1,700	INTERNATIONAL BUSINESS MACHINES CORP	11/05/01	03/19/02	182,053	32	5,252
2,500	JOHNSON & JOHNSON	01/03/02	03/19/02	162,598	55	16,452
3,200	JP MORGAN CHASE & CO	07/03/01	03/19/02	113,942	28	33,334
1,500	KROGER CO	08/02/01	03/19/02	257,407	52	50,004
2,900	LEHMAN BROTHERS HLDGS	06/27/01	03/19/02	192,093	11	28,153
3,500	LOCKHEED MARTIN CORP	02/07/02	03/19/02	202,447	40	14,467
60	MACK-CALI REALTY CORP	12/06/01	03/19/02	2,015	97	185
3,140	MACK-CALI REALTY CORP	12/05/01	03/19/02	105,502	41	10,868
8,300	MASCO CORP	08/02/01	03/19/02	228,145	21	14,265
6,900	METLIFE INC	07/23/01	03/19/02	202,550	95	5,474
6,900	OLD REPUBLIC INTERNATIONAL CORP	06/11/01	03/19/02	221,577	75	20,395
5,400	PEPSI BOTTLING GROUP INC	12/13/01	03/19/02	109,877	54	13,973
4,000	PEPSI CORPORATION	03/15/02	03/19/02	99,323	70	5,716
3,700	ALTRIA GROUP INC	10/17/01	03/19/02	190,817	23	4,485
4,400	PINNACLE WEST CAP CORP	10/31/01	03/19/02	190,033	14	4,764
1,600	THE PMI GROUP INC	07/23/01	03/19/02	120,542	19	15,952
2,500	NEW ROCKWELL COLLINS STORAGE TECHNOLOGY CORP	02/22/02	03/19/02	59,749	10	2,611
4,600	SBC COMMUNICATIONS INC	09/25/01	03/19/02	178,480	53	36,719
2,800	UNISYS INC	03/18/02	03/19/02	60,311	09	88
3,800	UNITED TECHNOLOGIES CORP	06/20/01	03/19/02	283,332	86	348
1,600	VALERO ENERGY CORP	12/14/01	03/19/02	77,677	87	22,071
4,100	WACHOVIA CORPORATION	09/05/01	03/19/02	154,036	73	10,684
1,700	WELLPPOINT HEALTH NETWORKS	10/23/01	03/19/02	104,623	39	14,941
3,600	WEYERHAEUSER CO	08/02/01	03/19/02	235,629	42	19,639
4,100	WISCONSIN ENERGY CORP	10/04/01	03/19/02	101,094	63	4,593
13,525	ANTHEM INC	01/10/02	03/19/02	772,187	42	97,653
21,600	ANTHEM INC	01/10/02	03/19/02	1,233,216	13	155,957
500	MERCK & CO INC	03/19/02	03/20/02	28,917	61	598
29,516				28,917	61	49-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
9,425	LEAR CORPORATION	04/18/01	03/21/02	443,048 43	327,297 26	115,751 17
26,000	AMERICAN EXPRESS CO	11/05/01	03/21/02	1,039,134 09	801,707 40	237,426 69
7,660	ASTORIA FINANCIAL CORP	04/18/01	03/21/02	228,446 08	213,606 37	14,839 71
3,700	ALCON INC	03/20/02	03/21/02	125,020 38	122,100 00	2,920 38
1,900	ALCON INC	03/20/02	03/21/02	64,485 03	62,700 00	1,785 03
300	ALCON INC	03/20/02	03/22/02	10,208 25	9,900 00	308 25
100	ALCON INC	03/20/02	03/22/02	3,402 75	3,300 00	102 75
600	ALCON INC	03/20/02	03/22/02	20,416 49	19,800 00	616 49
6,600	ALCON INC	03/20/02	03/22/02	224,581 42	217,800 00	6,781 42
700	HOME DEPOT INC	01/31/02	03/22/02	34,477 49	34,723 99	246 50-
2,400	HOME DEPOT INC	01/31/02	03/22/02	118,208 54	119,053 68	845 14-
600	MICROSOFT CORP	07/16/01	03/25/02	36,020 04	43,144 26	7,124 22-
7,600	MICROSOFT CORP	07/12/01	03/25/02	456,253 79	540,830 44	84,576 65-
17,200	AOL TIME WARNER	05/22/01	03/26/02	403,345 96	1,002,505 44	599,159 48-
10,725	AOL TIME WARNER	07/19/01	03/26/02	251,504 96	481,659 75	230,154 79-
1,075	AOL TIME WARNER	07/27/01	03/26/02	25,209 12	49,030 75	23,821 63-
10,675	AOL TIME WARNER	09/20/01	03/26/02	250,332 45	321,189 41	70,856 96-
5,800	MICROSOFT CORP	03/27/01	03/26/02	342,026 66	336,767 72	5,258 94
3,200	MICROSOFT CORP	04/19/01	03/26/02	188,704 37	213,150 08	24,445 71-
2,100	MICROSOFT CORP	10/18/01	03/26/02	123,837 24	119,493 57	4,343 67
3,000	MICROSOFT CORP	06/28/01	03/27/02	178,033 23	220,580 70	42,547 47-
800	MICROSOFT CORP	11/13/01	03/27/02	47,475 53	53,600 00	6,124 47-
7,300	MICROSOFT CORP	04/19/01	03/27/02	433,214 18	486,248 62	53,034 44-
3,500	MICRON TECHNOLOGY INC	12/18/01	03/27/02	115,818 15	112,876 05	2,942 10
2,700	MICRON TECHNOLOGY INC	12/18/01	03/27/02	89,345 43	87,075 81	2,269 62
2,000	WELLS FARGO CO	05/22/01	03/27/02	99,247 90	94,400 40	4,847 50
6,540	ABRY PARTNERS IV L P	03/30/01	03/29/02	6,540 00	6,540 00	0 00
3,300	MICRON TECHNOLOGY INC	12/18/01	03/28/02	110,832 79	106,425 99	4,406 80
1,600	WELLS FARGO CO	05/22/01	03/28/02	78,978 17	75,520 32	3,457 85
1,900	MICRON TECHNOLOGY INC	12/18/01	03/28/02	63,812 82	61,275 57	2,537 25
1,400	ENGELHARD CORP	05/22/01	04/02/02	43,678 12	39,577 02	4,101 10
8,325	MICROSOFT CORP	07/20/01	04/02/02	488,995 77	569,846 25	80,850 48-
10,800	INTEL CORP	01/24/02	04/02/02	328,958 08	362,492 28	33,534 20-
6,450	APPLIED MATERIALS INC	01/09/02	04/02/02	349,807 79	304,891 50	44,916 29

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
16,600	APPLIED MATERIALS INC	05/04/01	04/02/02	900,280 51	853,572 00	46,708 51
12,600	APPLIED MATERIALS INC	05/17/01	04/02/02	683,345 44	672,173 46	11,171 98
42,000	APPLIED MATERIALS INC	08/24/01	04/02/02	2,277,818 15	1,952,777 40	325,040 75
1,824 5	PRIZER INC	07/19/01	04/04/02	71,226 33	75,096 42	3,870 09-
11,250 5	PRIZER INC	04/20/01	04/04/02	439,206 26	460,260 21	21,053 95-
700	ENGELHARD CORP	05/22/01	04/04/02	21,450 71	19,788 51	1,662 20
1,100	WYETH	03/28/02	04/04/02	72,277 50	72,847 28	569 78-
800	WYETH	03/28/02	04/04/02	52,565 46	52,979 84	414 38-
200	WYETH	02/26/02	04/04/02	13,141 36	12,845 60	295 76
2,805	ROSS STORES INC	04/18/01	04/05/02	101,546 07	59,098 26	42,447 81
6,270	ROSS STORES INC	04/25/01	04/05/02	226,985 34	131,983 50	95,001 84
1,275	ROSS STORES INC	04/25/01	04/05/02	46,157 30	26,838 75	19,318 55
3,600	NOKIA CORP	03/07/02	04/08/02	68,944 40	86,555 88	17,611 48-
3,500	NOKIA CORP	03/07/02	04/08/02	67,029 27	84,151 55	17,122 28-
1,900	NOKIA CORP	01/23/02	04/08/02	36,387 32	42,072 84	5,685 52-
16,300	NOKIA CORP	01/23/02	04/08/02	312,164 91	360,940 68	48,775 77-
4,500	NOKIA CORP	02/07/02	04/08/02	86,180 50	98,921 25	12,740 75-
2,195,000	TBA FNMA 30 YR DTD 4/1/2003 6 5% 4/1/2033	03/11/02	04/09/02	2,201,516 40	2,186,768 75	14,747 65
1,908,000	TBA FGLMC 30 YR DTD 4/1/2003 7% 4/1/2033	03/11/02	04/09/02	1,956,892 50	1,943,178 75	13,713 75
8,400	BMC SOFTWARE	01/04/02	04/09/02	137,899 47	169,827 84	31,928 37-
930	SEI INVESTMENTS CO	09/05/01	04/12/02	36,198 04	36,269 35	71 31-
9,100	SEI INVESTMENTS CO	09/18/01	04/12/02	354,195 89	307,200 53	46,995 36
1,200	SEI INVESTMENTS CO	10/17/01	04/12/02	46,707 15	41,852 40	4,854 75
10,709	MEDIMUNE INC	04/30/01	04/12/02	379,787 50	410,760 83	30,973 33-
200	MEDIMUNE INC	10/17/01	04/12/02	7,092 87	7,584 00	491 13-
14,000	ANADARKO PETROLEUM CORP	08/31/01	04/12/02	734,734 21	732,580 80	2,153 41
5,225	ROSS STORES INC	04/25/01	04/12/02	200,207 45	109,986 25	90,221 20
5	ROSS STORES INC	04/25/01	04/12/02	191 59	105 25	86 34
2,986	TALISMAN ENERGY	06/01/01	04/12/02	116,763 71	121,583 06	4,819 35-
19,714	TALISMAN ENERGY	05/30/01	04/12/02	770,890 74	792,112 47	21,221 73-
6,350	GENERAL ELECTRIC CO	09/17/01	04/11/02	232,339 45	230,818 06	1,521 39
41,050	FIRSTENERGY CORP	12/18/01	04/11/02	1,339,938 29	1,400,942 08	61,003 79-
25,850	FIRSTENERGY CORP	12/19/01	04/11/02	843,785 74	907,593 50	63,807 76-
9,570	SEI INVESTMENTS CO	09/05/01	04/11/02	370,805 24	373,223 30	2,418 06-

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ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,600	MEDIMMUNE INC	02/26/02	04/11/02	55,912 53	66,720 00	10,807 47-
691	MEDIMMUNE INC	04/30/01	04/11/02	24,147 23	26,504 41	2,357 18-
1,150,000	TBA FNMA 15 YR DTD 4/1/2003 6 5% 4/1/2018	03/14/02	04/11/02	1,180,097 66	1,167,429 69	12,667 97
36,743 31	WESTBROOK REAL ESTATE FUND IV LP	05/01/01	04/11/02	42,972 92	36,743 31	6,229 61
2,700	KILROY REALTY CORP	03/19/02	04/16/02	76,254 33	77,058 00	803 67-
4,900	GENETECH INC	03/18/02	04/16/02	187,484 02	261,644 81	74,160 79-
500	ENGELHARD CORP	05/22/01	04/16/02	16,088 06	14,134 65	1,953 41
15,098	HICKS MUSE TATE & FURST EQ FUND V LP	05/21/01	04/18/02	15,098 00	15,098 00	0 00
2,300	BMC SOFTWARE	01/04/02	04/18/02	35,838 66	46,500 48	10,661 82-
100	ENGELHARD CORP	01/04/02	04/18/02	35,838 66	46,500 48	10,661 82-
4,200	AOL TIME WARNER	02/22/02	04/18/02	88,610 60	97,482 84	8,872 24-
4,700	AOL TIME WARNER	02/28/02	04/18/02	99,159 49	116,137 00	16,977 51-
4,000	AOL TIME WARNER	02/22/02	04/18/02	84,391 05	92,840 80	8,449 75-
3,300	AOL TIME WARNER	02/22/02	04/18/02	69,622 62	76,593 66	6,971 04-
4,200	AOL TIME WARNER	02/22/02	04/18/02	88,962 13	97,482 84	8,520 71-
5,700	AOL TIME WARNER	02/26/02	04/18/02	120,734 33	132,245 13	11,510 80-
4,500	AOL TIME WARNER	02/26/02	04/18/02	95,316 57	104,404 05	9,087 48-
1,500	BMC SOFTWARE	01/04/02	04/18/02	23,303 59	30,326 40	7,022 81-
3,600	BMC SOFTWARE	01/04/02	04/18/02	55,928 63	72,026 64	16,098 01-
1,600	BMC SOFTWARE	03/28/02	04/18/02	18,642 87	23,284 68	4,641 81-
3,200	CITIGROUP INC	02/26/02	04/17/02	152,440 20	139,232 00	13,208 20
1,500	WYETH	02/26/02	04/17/02	96,312 10	96,342 00	29 90-
600	WYETH	02/26/02	04/17/02	38,524 84	38,536 80	11 96-
500	ENGELHARD CORP	05/22/01	04/17/02	16,101 16	14,134 65	1,966 51
3,000	ANADARKO PETROLEUM CORP	05/22/01	04/17/02	164,575 34	201,780 00	37,204 66-
1,300	JOHNSON & JOHNSON	03/07/02	04/17/02	81,587 49	82,858 88	1,271 39-
500	JOHNSON & JOHNSON	02/25/02	04/17/02	31,379 80	29,948 50	1,431 30
23,138 41	WESTBROOK REAL EST FD II LP LP MANAGEMENT	07/06/01	04/17/02	23,138 41	23,138 41	0 00
158	CONEXANT SYSTEMS INC	11/01/01	04/19/02	1,861 18	1,775 92	85 26
1,300	COLGATE PALMOLIVE CO	10/17/01	04/19/02	70,588 00	74,048 00	3,460 00-
2,000	COLGATE PALMOLIVE CO	02/26/02	04/19/02	108,596 92	112,900 00	4,303 08-
3,355	METRIS COMPANIES INC	01/15/02	04/19/02	41,892 61	41,841 79	36,841 18-
3,900	BMC SOFTWARE	01/04/02	04/19/02	59,702 90	78,848 64	19,145 74-

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ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,900	BMC SOFTWARE	01/04/02	04/19/02	44,394 47	58,021 46	13,626 99-
2,800	BMC SOFTWARE	03/28/02	04/19/02	42,950 92	54,330 92	11,380 50-
500	BMC SOFTWARE	03/28/02	04/19/02	7,669 72	9,587 50	1,917 78-
3,100	BMC SOFTWARE	04/04/02	04/19/02	47,552 25	56,475 18	8,922 93-
1,700	BMC SOFTWARE	04/04/02	04/19/02	26,077 04	30,970 26	4,893 22-
5,225	ROSS STORES INC	04/25/01	04/23/02	208,985 33	109,986 25	98,999 08
4,100	COSTCO WHOLESALE CORP	01/31/02	04/23/02	166,308 62	187,197 80	20,889 18-
8,400	COSTCO WHOLESALE CORP	01/30/02	04/23/02	340,729 84	380,034 48	39,304 64-
1,800	COSTCO WHOLESALE CORP	02/01/02	04/23/02	73,013 54	81,518 58	8,505 04-
11,900	LOCKHEED MARTIN CORP	02/07/02	04/24/02	736,161 77	645,505 98	90,655 79
21,900	LOCKHEED MARTIN CORP	02/07/02	04/24/02	1,354,785 12	1,176,213 96	178,571 16
5,000	OUTBACK STEAKHOUSE INC	03/19/02	04/22/02	179,489 08	172,631 00	6,858 08
400	ENGELHARD CORP	05/22/01	04/22/02	12,372 30	11,307 72	1,064 58
8,450	JP MORGAN CHASE & CO	07/23/01	04/22/02	309,199 84	367,183 76	57,983 92-
775	JP MORGAN CHASE & CO	07/27/01	04/22/02	28,358 56	34,262 75	5,904 19-
21,271	JP MORGAN CHASE & CO	07/03/01	04/22/02	778,341 98	978,976 50	200,634 52-
29,100	JP MORGAN CHASE & CO	12/18/01	04/22/02	1,064,818 36	1,077,404 22	12,585 86-
100	TOMMY HILFINGER CORP	05/22/01	04/25/02	1,619 62	1,449 64	169 98
3,300	EBAY INC	06/15/01	04/25/02	168,103 86	209,997 15	41,893 29-
3,000	EBAY INC	06/15/01	04/26/02	151,061 65	190,906 50	39,844 85-
2,200	EBAY INC	03/26/02	04/26/02	110,778 54	127,787 66	17,009 12-
200	TOMMY HILFINGER CORP	05/22/01	04/26/02	3,199 84	2,899 28	300 56
4,375	ANTHEM INC	01/10/02	04/29/02	294,999 07	218,194 81	76,804 26
6,800	ANTHEM INC	01/10/02	04/29/02	458,512 84	339,137 08	119,375 76
9,300	PAYCHEX INC	03/08/02	04/29/02	338,639 06	383,290 20	44,651 14-
100	TOMMY HILFINGER CORP	05/22/01	04/30/02	1,556 80	1,449 64	107 16
1,900	NABORS INDUSTRIES INC	11/12/01	04/30/02	87,386 34	64,302 27	23,084 07
1,300	NABORS INDUSTRIES INC	11/12/01	04/30/02	59,790 66	43,996 29	15,794 37
100	TOMMY HILFINGER CORP	05/22/01	05/01/02	1,557 42	1,449 64	107 78
3,725	AMERICAN EXPRESS CO	10/29/01	05/02/02	156,263 50	112,508 78	43,754 72
17,400	AMERICAN EXPRESS CO	11/05/01	05/02/02	729,928 83	729,928 83	536,527 26
16,200	AMERICAN EXPRESS CO	10/15/01	05/02/02	679,588 92	483,020 82	196,568 10
12,145	ANTHEM INC	01/10/02	05/02/02	863,779 78	605,708 80	258,070 98

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
20,700	ANTHEM INC	01/10/02	05/02/02	1,472,230 68	1,032,373 17	439,857 51
6,300	INTEL CORP	03/28/02	05/02/02	178,410 61	195,038 55	16,627 94-
1,000	INTEL CORP	07/12/01	05/02/02	28,319 15	29,426 20	1,107 05-
400	TOMMY HILFINGER CORP	05/22/01	05/02/02	6,300 60	5,798 56	502 04-
3,825	ANADARKO PETROLEUM CORP	09/04/01	05/03/02	204,647 00	202,862 70	1,784 30
13,100	TUX COS INC	01/24/02	05/03/02	577,764 62	529,410 30	48,354 32
100	TOMMY HILFINGER CORP	05/22/01	05/03/02	1,564 05	1,449 64	114 41
303,852 12	OCM PRINCIPAL OPPORTUNITIES FD II LP	08/10/01	05/06/02	303,852 12	303,852 12	0 00
600	ENGELHARD CORP	05/22/01	05/07/02	18,651 81	16,961 58	1,690 23
300	TOMMY HILFINGER CORP	05/22/01	05/07/02	4,528 33	4,348 92	179 41
2,300	MASCO CORP	08/02/01	05/09/02	62,190 04	59,268 01	2,922 03
1,200	ENGELHARD CORP	05/22/01	05/09/02	38,218 12	33,923 16	4,294 96
200	TOMMY HILFINGER CORP	05/22/01	05/09/02	2,981 26	2,899 28	81 98
1,150,000	TBA FNMA 30 YR DTD	04/11/02	05/09/02	1,181,625 00	1,175,695 31	5,929 69
1,908,000	TBA FGLMC 30 YR DTD	04/09/02	05/09/02	1,965,985 31	1,948,246 88	17,738 43
2,195,000	TBA FNMA 30 YR DTD	04/09/02	05/09/02	2,221,408 60	2,192,256 25	29,152 35
1,600	NABORS INDUSTRIES INC	11/12/01	05/08/02	74,048 48	54,149 28	19,899 20
400	TOMMY HILFINGER CORP	05/22/01	05/08/02	6,098 89	5,798 56	300 33
1,400	ENGELHARD CORP	05/22/01	05/08/02	43,513 34	39,577 02	3,936 32
600	ANHEUSER BUSCH COS INC	02/25/02	05/08/02	31,149 86	30,140 28	1,009 58
1,800	ANHEUSER BUSCH COS INC	02/25/02	05/08/02	93,449 59	90,420 84	3,028 75
400	ANHEUSER BUSCH COS INC	02/26/02	05/08/02	20,766 57	19,985 08	781 49
12,400	SOUTHWEST AIRLINES	12/05/01	05/10/02	207,114 63	242,345 60	35,230 97-
8,550	E I DU PONT DE NEMOURS & CO	06/01/01	05/10/02	387,008 32	395,991 54	8,983 22-
11,200	E I DU PONT DE NEMOURS & CO	06/01/01	05/10/02	506,958 26	507,486 56	528 30-
100	ENGELHARD CORP	05/22/01	05/10/02	3,189 53	2,826 93	362 60
100	TOMMY HILFINGER CORP	05/22/01	05/10/02	1,445 48	1,449 64	4 16-
600	NIKE INC CL B	01/30/02	05/10/02	32,519 14	35,676 00	3,156 86-
5,300	NIKE INC CL B	01/22/02	05/10/02	281,976 41	307,870 64	3,894 23-
200	NIKE INC CL B	01/30/02	05/10/02	10,640 62	11,892 00	1,251 38-

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 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
12,300	SOUTHWEST AIRLINES	12/05/01	05/13/02	212,110 77	240,391 20	28,280 43-
500	ENGELHARD CORP	05/22/01	05/13/02	15,893 92	14,134 65	1,759 27
24,751	PACTIV CORPORATION	12/13/01	05/14/02	567,770 74	439,577 76	128,192 98
549	PACTIV CORPORATION	12/12/01	05/14/02	12,593 68	9,733 88	2,859 80
11,000	WEYERHAEUSER CO	08/02/01	05/14/02	734,255 30	659,970 30	74,285 00
2,100	ANHEUSER BUSCH COS INC	02/26/02	05/14/02	102,986 99	104,921 67	1,934 68-
1,500	ANHEUSER BUSCH COS INC	02/01/02	05/14/02	73,562 13	71,740 50	1,821 63
100	ENGELHARD CORP	05/22/01	05/14/02	3,205 01	2,826 93	378 08
700	ANADARKO PETROLEUM CORP	05/22/01	05/14/02	38,067 23	47,082 00	9,014 77-
17,088	CAREMARK RX INC	05/29/01	05/15/02	339,248 05	261,362 66	77,885 39
9,612	CAREMARK RX INC	11/26/01	05/15/02	190,827 40	140,206 40	50,620 63
600	WEYTH	02/26/02	05/15/02	34,567 95	38,536 80	3,968 85-
3,300	WEYTH	01/17/02	05/15/02	189,781 57	208,597 95	18,816 38-
4,800	WEYTH	01/17/02	05/15/02	276,045 92	303,415 20	27,369 28-
500	WEYTH	02/26/02	05/15/02	28,754 78	32,114 00	3,359 22-
1,300	ANADARKO PETROLEUM CORP	05/22/01	05/15/02	69,335 36	87,438 00	18,102 64-
1,300	ANADARKO PETROLEUM CORP	05/22/01	05/16/02	69,180 14	87,438 00	18,257 86-
100	ANADARKO PETROLEUM CORP	05/22/01	05/20/02	5,294 84	6,726 00	1,431 16-
2,300	ALCOA INC	02/15/02	05/21/02	81,401 66	85,362 66	3,961 00-
3,900	ALSTATE CORP	12/18/01	05/21/02	147,441 68	127,780 38	19,661 30
1,400	AMERICAN EXPRESS CO	10/15/01	05/21/02	60,310 18	41,742 54	18,567 64
900	AMERICAN INTERNATIONAL GROUP INC	04/26/02	05/21/02	60,892 16	62,362 89	1,470 73-
1,700	ANADARKO PETROLEUM CORP	08/31/01	05/21/02	90,390 51	88,956 24	1,434 27
2,400	BANK OF AMERICA CORP	05/02/02	05/21/02	182,634 49	174,804 72	7,829 77
5,200	BANKNORTH GROUP INC	02/06/02	05/21/02	139,523 75	121,927 00	17,596 75
4,000	CAREMARK RX INC	05/22/01	05/21/02	76,646 48	57,827 20	18,819 28
9,700	CENDANT CORP	11/12/01	05/21/02	176,049 68	133,701 89	42,347 79
2,900	CENTURYTEL INC	02/15/02	05/21/02	86,983 73	92,615 85	5,632 12-
2,600	CHARTER ONE FINL INC	04/05/02	05/21/02	91,108 26	85,251 40	5,856 86
1,600	CHEVRONTXACO CORPORATION	10/10/01	05/21/02	143,126 40	149,968 00	6,841 60-
6,500	CITIGROUP INC	07/16/01	05/21/02	297,978 96	326,840 80	28,861 84-
2,500	COMPASS BANCSHARES	04/03/02	05/21/02	86,428 39	76,680 75	9,747 64
5,900	CONAGRA INC	02/06/02	05/21/02	144,840 61	141,555 16	3,285 45

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMANN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
3,300	CONTINENTAL AIR LINES INC CLASS B	02/21/02	05/21/02	75,930 70	105,690 42	29,759 72-
1,300	E I DU PONT DE NEMOURS & CO	06/01/01	05/21/02	60,344 18	58,904 69	1,439 49
1,200	EASTMAN CHEMICAL CO	03/15/02	05/21/02	56,087 97	55,156 44	931 53
1,900	ELECTRONIC DATA SYSTEMS CORP	03/19/02	05/21/02	103,144 46	125,086 31	21,941 85-
3,900	ENERGY CORP NEW	10/26/01	05/21/02	176,625 66	148,818 93	27,806 73
1,500	FED NAT'L MTG ASSN	04/05/02	05/21/02	117,866 44	124,815 00	6,948 56-
3,900	GENERAL ELECTRIC CO	05/14/02	05/21/02	126,922 45	121,385 16	5,537 29
1,500	GENERAL MOTORS CORP	02/25/02	05/21/02	99,284 70	80,130 00	19,154 70
3,300	HALLIBURTON CO	02/28/02	05/21/02	57,154 27	55,331 10	1,823 17
1,500	INTERNATIONAL BUSINESS MACHINES CORP	11/05/01	05/21/02	126,286 88	165,270 15	38,983 27-
2,500	J C PENNEY CO INC	05/14/02	05/21/02	61,348 14	62,247 00	898 86-
2,400	JOHNSON & JOHNSON	01/03/02	05/21/02	145,843 60	140,300 16	5,543 44
8,100	KROGER CO	08/02/01	05/21/02	179,328 57	216,525 15	37,196 58-
2,700	LEHMAN BROTHERS HLDGS	06/27/01	05/21/02	178,842 61	205,056 90	26,214 29-
2,400	MAC-K CALI REALTY CORP	12/05/01	05/21/02	78,909 62	72,331 92	6,577 70
5,000	MASCO CORP	08/02/01	05/21/02	133,495 97	128,843 50	4,652 47
4,600	METLIFE INC	07/23/01	05/21/02	143,664 24	137,356 46	6,307 78
1,700	NEW ROCKWELL COLLINS	02/22/02	05/21/02	42,867 60	38,853 67	4,013 93
4,900	OLD REPUBLIC	06/11/01	05/21/02	159,946 85	142,868 81	17,078 04
2,000	PACTIV CORPORATION INTERNATIONAL CORP	12/12/01	05/21/02	45,816 01	35,460 40	10,355 61
1,401	PEPSI BOTTLING GROUP INC	03/15/02	05/21/02	45,727 26	36,790 26	8,937 00
1,199	PEPSI BOTTLING GROUP INC	10/14/02	05/21/02	39,134 17	30,197 65	8,936 52
3,000	ALTRIA GROUP INC	10/17/01	05/21/02	164,017 35	151,079 70	12,937 65
2,800	PINNACLE WEST CAP CORP	10/31/01	05/21/02	114,936 53	117,898 20	2,961 67-
2,200	PLUM CREEK TIMBER CO INC	05/14/02	05/21/02	67,559 26	67,294 26	265 69
4,500	SANMINA CORP	04/26/02	05/21/02	55,897 30	50,605 65	5,291 65
4,400	SBC COMMUNICATIONS INC	09/25/01	05/21/02	153,291 36	205,843 88	52,552 52-
4,000	STORAGE TECHNOLOGY CORP	04/03/02	05/21/02	68,111 14	89,714 00	21,602 86-
1,400	TALISMAN ENERGY	05/30/01	05/21/02	62,273 82	56,252 28	6,021 54
2,700	TENET HEALTH CARE	02/07/02	05/21/02	192,963 17	175,964 94	16,998 23
900	THE PMI GROUP INC	07/23/01	05/21/02	76,776 68	58,831 83	17,944 85
5,800	UNISYS INC	12/06/01	05/21/02	71,699 75	73,797 46	2,097 71-
2,300	UNITED TECHNOLOGIES CORP	06/20/01	05/21/02	159,040 20	171,279 85	12,239 65-
900	VALERO ENERGY CORP	12/14/01	05/21/02	37,420 87	31,278 42	6,142 45
800	VIACOM INC CLASS B	04/23/02	05/21/02	39,590 80	40,589 68	998 88-
3,700	WACHOVIA CORPORATION	04/03/02	05/21/02	144,456 96	135,444 05	9,012 91
1,600	WELLPOINT HEALTH NETWORKS	04/04/02	05/21/02	108,519 45	103,970 72	4,548 73

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,900	WEYERHAEUSER CO	08/02/01	05/21/02	124,146 61	113,994 87	10,151 74
2,800	WISCONSIN ENERGY CORP	10/04/01	05/21/02	71,323 92	65,903 32	5,420 60
700	ANADARKO PETROLEUM CORP	05/22/01	05/21/02	37,273 87	47,082 00	9,808 13-
1,870	ACTION PERFORMANCE	03/28/02	05/22/02	73,501 49	92,690 29	19,188 80-
470	AFTERMARKET TECHNOLOGY	04/18/02	05/22/02	11,260 86	10,697 20	563 66
1,248	AFTERMARKET TECHNOLOGY	04/19/02	05/22/02	29,901 17	28,903 43	997 74
262	AFTERMARKET TECHNOLOGY	04/17/02	05/22/02	6,277 33	5,892 22	385 11
2,197	AMERICAN AXLE & MANUFACTURING HLDS	04/22/02	05/22/02	73,266 40	73,310 16	43 76-
1,126	AMERICAN AXLE & MANUFACTURING HLDS	04/23/02	05/22/02	37,550 29	37,444 00	106 29
407	AMERICAN AXLE & MANUFACTURING HLDS	04/24/02	05/22/02	13,572 79	13,446 10	126 69
2,400	AMERICAN EAGLE OUTFITTERS	04/23/02	05/22/02	55,498 80	64,384 80	8,886 00-
3,420	AMERICAN EAGLE OUTFITTERS	04/17/02	05/22/02	79,085 79	84,449 38	5,363 59-
10,000	AMERUS GROUP CO	03/19/02	05/22/02	365,850 95	385,644 00	19,793 05-
12,100	AMLI RESIDENTIAL PROPERTIES	03/19/02	05/22/02	295,724 74	315,326 00	19,601 26-
12,000	BALL CORP	03/19/02	05/22/02	530,933 59	545,018 40	14,084 81-
5,000	BROOKS-PRI AUTOMATION INC	03/19/02	05/22/02	166,318 47	254,468 00	88,149 53-
2,580	CBRL GROUP INC	04/22/02	05/22/02	73,578 34	77,634 27	4,055 93-
1,250	CBRL GROUP INC	04/23/02	05/22/02	35,648 42	37,564 37	1,915 95-
11,000	COVANCE INC	03/19/02	05/22/02	205,213 10	219,282 80	14,069 70-
870	CROWN HOLDINGS INC	03/21/02	05/22/02	7,520 05	7,656 00	135 95-
2,590	CROWN HOLDINGS INC	03/21/02	05/22/02	22,387 28	22,602 16	214 88-
3,540	CROWN HOLDINGS INC	03/22/02	05/22/02	30,598 83	31,163 33	564 50-
3,700	CROWN HOLDINGS INC	03/04/02	05/22/02	274,006 50	218,834 61	55,171 89
5,450	CYMER INC	03/01/02	05/22/02	251,160 57	216,889 84	34,270 73
3,980	D&K HEALTHCARE RESOURCES INC	05/01/02	05/22/02	127,124 13	138,487 68	11,363 55-
2,700	D&K HEALTHCARE RESOURCES INC	05/02/02	05/22/02	86,239 99	94,872 06	8,632 07-
10,000	DAVITA INC	03/19/02	05/22/02	214,742 51	253,100 00	38,357 49-
1,470	DORAL FINANCIAL CORP	03/26/02	05/22/02	52,937 65	50,215 20	2,722 45
3,890	DSP GROUP INC	04/16/02	05/22/02	78,692 31	87,801 58	9,109 27-
120	DSP GROUP INC	03/22/02	05/22/02	2,427 53	2,430 00	2 47-
1,050	DUPONT PHOTOMASKS INC	04/16/02	05/22/02	37,588 86	51,624 30	14,035 44-
4,220	ESS TECHNOLOGY	12/07/01	05/22/02	68,326 07	91,890 50	23,564 43-

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
10,000	ESS TECHNOLOGY	01/03/02	05/22/02	161,910 10	227,610 00	65,699 90-
2,955	ESS TECHNOLOGY	01/09/02	05/22/02	47,844 43	72,015 12	24,170 69-
380	ESS TECHNOLOGY	01/09/02	05/22/02	6,152 58	9,256 80	3,104 22-
3,585	ESS TECHNOLOGY	12/06/01	05/22/02	58,044 77	76,826 55	18,781 78-
1,360	FOREST OIL CORP	04/23/02	05/22/02	42,335 51	42,681 02	345 51-
2,520	GENESSEE & WYOMING INC - CL A	04/12/02	05/22/02	55,759 34	64,295 28	8,535 94-
7,770	GEORGIA GULF	05/02/02	05/22/02	176,539 94	177,495 55	955 61-
2,480	GEORGIA GULF	05/03/02	05/22/02	56,347 37	56,357 75	10 38-
10,000	HIGHWOODS PROPERTIES INC	03/19/02	05/22/02	259,684 16	279,300 00	19,615 84-
10,000	IDEXX LABS INC	03/19/02	05/22/02	298,070 00	282,311 00	15,759 00
5,000	ITRON INC	03/19/02	05/22/02	143,695 65	152,719 50	9,023 85-
10,790	JACOBS ENGINEERING GROUP INC	11/02/01	05/22/02	425,372 12	368,553 49	56,818 63
3,700	KEY ENERGY GROUP INC	03/19/02	05/22/02	42,548 70	41,921 00	627 70
2,410	KEY ENERGY GROUP INC	04/23/02	05/22/02	27,714 16	28,607 19	893 03-
290	KEY ENERGY GROUP INC	03/13/02	05/22/02	3,334 90	3,142 53	192 37
4,370	KV PHARMACEUTICAL CO-CL A	12/17/01	05/22/02	137,039 07	116,573 68	20,465 39
2,918	KV PHARMACEUTICAL CO-CL A	12/18/01	05/22/02	91,505 72	77,472 90	14,032 82
2,331	KV PHARMACEUTICAL CO-CL A	12/21/01	05/22/02	73,097 95	62,926 74	10,171 21
2,251	KV PHARMACEUTICAL CO-CL A	12/14/01	05/22/02	70,589 23	59,065 79	11,523 44
5,338	MERISTAR HOSPITALITY CORP	03/26/02	05/22/02	80,539 44	95,880 62	15,341 18-
752	MERISTAR HOSPITALITY CORP	03/25/02	05/22/02	11,346 13	13,438 39	2,092 26-
5,000	METTLER-TOLEDO INTERNATIONAL	03/19/02	05/22/02	208,245 72	223,338 50	15,092 78-
2,780	PAPA JOHN'S INTL INC	04/24/02	05/22/02	91,025 00	86,223 65	4,801 35
10,000	PHOENIX COMPANIES INC	03/19/02	05/22/02	179,586 57	190,248 00	10,661 43-
7,660	PIER 1 INC	04/12/02	05/22/02	159,356 11	176,298 73	16,942 62-
3,291	POLARIS INDUSTRIES INC	02/28/02	05/22/02	234,321 35	186,632 61	47,688 74
900	POLARIS INDUSTRIES INC	03/25/02	05/22/02	64,080 59	56,115 45	7,965 14
1,100	POLARIS INDUSTRIES INC	04/12/02	05/22/02	78,320 72	78,881 00	560 28-
1,469	POLARIS INDUSTRIES INC	02/27/02	05/22/02	104,593 76	83,047 42	21,546 34
1,135	PRECISION CASTPARTS CORP	09/17/01	05/22/02	39,946 60	27,481 19	12,465 41
951	RARE HOSPITALITY INTL INC	04/24/02	05/22/02	25,598 81	27,032 07	1,433 26-
579	RARE HOSPITALITY INTL INC	04/25/02	05/22/02	15,585 40	16,869 46	1,284 06-
3,330	RARE HOSPITALITY INTL INC	05/02/02	05/22/02	89,636 23	96,773 13	7,136 90-
100	RARE HOSPITALITY INTL INC	04/24/02	05/22/02	2,691 78	2,830 64	138 86-
5,000	RENAL CARE GROUP INC	03/19/02	05/22/02	155,998 79	164,550 00	8,551 21-
1,040	RENT-A-CENTER INC	03/25/02	05/22/02	64,186 86	52,744 33	11,442 53
6,900	SILICON STORAGE TECHNOLOGY	03/06/02	05/22/02	74,207 94	71,070 00	3,137 94

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ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFPEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
4,100	SILICON STORAGE TECHNOLOGY	03/12/02	05/22/02	44,094 57	44,026 21	68 36
3,300	SILICON STORAGE TECHNOLOGY	03/13/02	05/22/02	35,490 75	35,135 76	354 99
10,000	SILICON STORAGE TECHNOLOGY	03/19/02	05/22/02	107,547 74	112,059 00	4,511 26-
7,150	SILICON STORAGE TECHNOLOGY	03/01/02	05/22/02	76,896 64	69,431 51	7,465 13
5,000	STERICYCLE INC TECHNOLOGY	03/19/02	05/22/02	350,066 45	319,547 00	30,519 45
172	TEXAS REGIONAL BANCSHARES-A	03/26/02	05/22/02	8,598 19	7,274 91	1,323 28
158	TEXAS REGIONAL BANCSHARES-A	03/28/02	05/22/02	7,898 34	6,885 64	1,012 70
830	TEXAS REGIONAL BANCSHARES-A	03/19/02	05/22/02	41,491 27	34,971 22	6,520 05
2,860	TOO INC BANCSHARES-A	04/23/02	05/22/02	91,514 95	85,256 60	6,258 35
5,000	YORK INTERNATIONAL	03/19/02	05/22/02	184,570 92	179,200 00	5,370 92
1,950	SILGAN HOLDINGS INC	03/21/02	05/22/02	72,623 22	64,206 09	8,417 13
10,000	SICOR INC	03/19/02	05/22/02	171,294 82	153,770 00	17,524 82
800	AMADARKO PETROLEUM CORP	05/22/01	05/22/02	42,118 33	53,808 00	11,689 67-
16,600	METLIFE INC	07/23/01	05/23/02	514,924 69	495,677 66	19,247 03
4,915	OLD REPUBLIC INTERNATIONAL CORP	06/11/01	05/23/02	162,797 08	143,306 16	19,490 92
8,785	OLD REPUBLIC INTERNATIONAL CORP	06/08/01	05/23/02	290,981 15	254,923 13	36,058 02
11,100	ALTSATE CORP INTERNATIONAL CORP	12/18/01	05/23/02	431,776 94	363,682 62	68,094 32
149	ALCATEL ALSTHOM ADR	11/13/01	05/23/02	1,778 88	2,202 22	423 34-
143	ALCATEL ALSTHOM ADR	12/27/01	05/23/02	1,707 25	2,113 54	406 29-
143	ALCATEL ALSTHOM ADR	01/31/02	05/23/02	1,707 24	2,113 54	406 30-
1,100	HOME DEPOT INC	01/31/02	05/23/02	47,133 03	54,566 27	7,433 24-
1,900	HOME DEPOT INC	04/29/02	05/23/02	81,411 60	91,353 52	9,941 92-
600	GENETECH INC	10/25/01	05/17/02	22,372 67	30,891 48	8,518 81-
900	GENETECH INC	03/18/02	05/17/02	33,559 00	48,057 21	14,498 21-
1,000	GENETECH INC	03/27/02	05/17/02	37,287 77	51,276 00	13,988 23-
200	AMADARKO PETROLEUM CORP	05/22/01	05/17/02	10,550 36	13,452 00	2,901 64-
30,000	US TREASURY N/B DTD	05/07/02	05/17/02	29,163 28	29,526 57	363 29-

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2/15/2012

2/15/2002 4 875%

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The P&W MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
266,000	US TREASURY N/B DTD 2/15/2002 4 875%	05/08/02	05/17/02	258,581 09	260,513 75	1,932 66-
3,700,000	US TREASURY N/B DTD 2/15/2002 4 875%	05/16/02	05/17/02	3,596,804 69	3,612,125 00	15,320 31-
2,738,000	US TREASURY N/B DTD 2/15/2002 4 875%	05/17/02	05/17/02	2,661,635 48	2,670,405 63	8,770 15-
266,000	US TREASURY N/B DTD 2/15/2002 4 875%	05/17/02	05/17/02	258,581 09	259,433 12	852 03-
25,813	CAREMARK RX INC 11/26/01 05/28/02	05/28/02	05/28/02	501,572 69	376,523 90	125,048 79
41,700	EMC CORP 01/28/02 05/28/02	05/28/02	05/28/02	312,565 36	712,006 65	399,441 29-
2,700	EMC CORP 02/26/02 05/28/02	05/28/02	05/28/02	20,238 05	33,183 00	12,944 95-
16,200	CHECK POINT SOFTWARE TECH 11/07/01 05/28/02	05/28/02	05/28/02	286,245 32	559,816 92	273,571 60-
16,000	AGILENT TECHNOLOGIES INC 07/20/01 05/28/02	05/28/02	05/28/02	433,367 70	464,120 00	30,752 30-
13,400	ANADARKO PETROLEUM CORP 08/31/01 05/29/02	05/29/02	05/29/02	677,458 06	701,184 48	23,726 42-
3,900	TENET HEALTH CARE 02/11/02 05/29/02	05/29/02	05/29/02	284,457 42	249,462 33	34,995 09
4,800	ANADARKO PETROLEUM CORP 09/04/01 05/30/02	05/30/02	05/30/02	243,994 37	254,572 80	10,578 43-
14,400	KROGER CO 08/02/01 05/30/02	05/30/02	05/30/02	318,129 53	384,933 60	66,804 07-
1,800	GENETECH INC 03/27/02 05/30/02	05/30/02	05/30/02	63,631 32	92,296 80	28,665 48-
1,900	GENETECH INC 10/25/01 05/30/02	05/30/02	05/30/02	67,166 39	95,840 75	28,674 36-
7,400	BROADCOM COMMUNICATIONS 12/05/01 05/30/02	05/30/02	05/30/02	136,702 73	272,505 74	135,803 01-
5,300	BROADCOM COMMUNICATIONS 02/13/02 05/30/02	05/30/02	05/30/02	97,908 71	186,192 71	88,284 00-
19,000	UNITED TECHNOLOGIES CORP 06/20/01 06/03/02	06/03/02	06/03/02	1,264,902 02	1,414,920 50	150,018 48-
100	TRAVELERS PROPERTY CASUALTY CL A 03/21/02 06/04/02	06/04/02	06/04/02	1,680 21	1,850 00	169 79-
100	TRAVELERS PROPERTY CASUALTY CL A 03/21/02 06/04/02	06/04/02	06/04/02	1,680 21	1,850 00	169 79-
300	TRAVELERS PROPERTY CASUALTY CL A 03/21/02 06/04/02	06/04/02	06/04/02	5,040 63	5,550 00	509 37-
400	TRAVELERS PROPERTY CASUALTY CL A 03/21/02 06/04/02	06/04/02	06/04/02	6,720 84	7,400 00	679 16-

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
4,800	TRAVELERS PROPERTY CASUALTY CL A	03/21/02	06/04/02	80,650 03	88,800 00	8,149 97-
15,675	BRINKER INTL INC	02/11/02	06/05/02	522,905 33	492,351 75	30,553 58
850	BRISTOL MYERS SQUIBB CO	07/27/01	06/05/02	23,813 47	45,919 44	22,105 97-
35,600	AMERICAN EXPRESS CO	10/15/01	06/07/02	1,388,493 37	1,061,453 16	327,040 21
6,600	TENET HEALTH CARE	02/07/02	06/07/02	491,785 44	430,136 52	61,648 92
4,900	JP MORGAN CHASE & CO	03/06/02	06/07/02	215,011 76	215,521 92	510 16-
4,900	JP MORGAN CHASE & CO	03/06/02	06/07/02	164,618 38	164,959 97	341 59-
3,000	JP MORGAN CHASE & CO	03/11/02	06/07/02	100,786 76	109,225 50	8,438 74-
1,300	JP MORGAN CHASE & CO	03/12/02	06/07/02	43,674 26	46,719 53	3,045 27-
3,600	IDEC PHARMACEUTICALS CORP	02/11/02	06/06/02	132,405 08	203,845 32	71,440 24-
3,400	IDEC PHARMACEUTICALS CORP	02/08/02	06/06/02	125,049 25	185,718 54	60,669 29-
200	TRAVELERS PROPERTY CASUALTY CL A	03/21/02	06/06/02	3,414 92	3,700 00	285 08-
5,700	TRAVELERS PROPERTY CASUALTY CL A	03/21/02	06/06/02	97,325 12	105,450 00	8,124 88-
2,195,000	TBA FMMA 30 YR DTD 6/1/2003 6 5% 6/1/2033	05/09/02	06/11/02	2,229,982 81	2,212,491 40	17,491 41
1,908,000	TBA FGLMC 30 YR DTD 6/1/2003 7% 6/1/2033	05/09/02	06/11/02	1,972,171 40	1,958,979 37	13,192 03
20,221 51	DLJ MERCHANT BANKING III LP	02/12/02	06/19/02	20,221 51	20,221 51	0 00
62,396 56	DLJ MERCHANT BANKING III LP	11/08/01	06/19/02	62,396 56	62,396 56	0 00
5,300,000	TBA FMMA 15 YR DTD 6/1/2003 5 5% 6/1/2018	05/17/02	06/13/02	5,290,269 53	5,241,203 13	49,066 40
8,850	HCA - THE HEALTHCARE COMPANY	04/05/02	06/13/02	443,115 84	395,468 44	47,647 40
11,300	FED NAT'L MTG ASSN	04/04/02	06/13/02	861,483 79	934,209 42	72,725 63-
5,500	FED NAT'L MTG ASSN	04/05/02	06/13/02	419,306 27	457,655 00	38,348 73-
800	FED NAT'L MTG ASSN	03/07/02	06/13/02	60,990 00	64,824 48	3,834 48-
24,400	KROGER CO	08/02/01	06/12/02	481,531 61	652,248 60	170,716 99-

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,150,000	TBA FNMA 15 YR DTD 6/1/2003 6 5% 6/1/2018	05/09/02	06/12/02	1,189,082 03	1,177,312 50	11,769 53
6,100	MACHINES CORP INTERNATIONAL BUSINESS	11/05/01	06/12/02	449,488 74	672,098 61	222,609 87-
4,900	VIACOM INC CL A	06/04/02	06/17/02	228,015 61	244,519 80	16,504 19-
1,300	VIACOM INC CL A	06/05/02	06/17/02	60,493 94	64,670 58	4,176 64-
8,138	MASCO CORP	08/02/01	06/17/02	215,025 51	209,705 68	5,319 83
8,062	MASCO CORP	08/02/01	06/17/02	213,017 41	207,370 76	5,646 65
2,400	VIACOM INC CL A	06/05/02	06/18/02	112,826 12	119,391 84	6,565 72-
500	VIACOM INC CL A	06/06/02	06/18/02	23,505 44	24,564 20	1,058 76-
15,100	THE PMI GROUP INC	07/23/01	06/18/02	589,391 10	493,533 69	95,857 41
900	HEALTH NET INC	04/29/02	06/20/02	25,476 25	26,121 15	644 90-
3,800	HEALTH NET INC	04/29/02	06/20/02	107,566 40	110,289 30	2,722 90-
5,900	HEALTH NET INC	06/11/02	06/20/02	167,010 98	172,410 39	5,399 41-
1,300	HEALTH NET INC	04/26/02	06/20/02	36,799 03	37,480 82	681 79-
1,000	KLA-TENCOR CORPORATION	02/06/02	06/20/02	45,408 03	58,021 20	12,613 17-
10,800	TRAVELERS PROPERTY CASUALTY CL A	03/21/02	06/20/02	180,703 38	199,800 00	19,096 62-
3,700	TRAVELERS PROPERTY CASUALTY CL A	03/21/02	06/20/02	61,907 64	68,450 00	6,542 36-
2,300	KLA-TENCOR CORPORATION	09/18/01	06/20/02	104,438 47	91,005 48	13,432 99
800	KLA-TENCOR CORPORATION	09/19/01	06/20/02	36,326 43	30,253 36	6,073 07
4,300	KLA-TENCOR CORPORATION	10/17/01	06/20/02	195,254 53	167,212 81	28,041 72
1,200	KLA-TENCOR CORPORATION	02/06/02	06/20/02	54,489 64	69,625 44	15,135 80-
2,200	HEALTH NET INC	04/26/02	06/21/02	60,787 68	63,429 08	2,641 40-
3,100	HEALTH NET INC	04/26/02	06/21/02	85,655 38	89,377 34	3,721 96-
1,900	HEALTH NET INC	04/25/02	06/21/02	52,498 46	54,384 08	1,885 62-
10,700	TRAVELERS PROPERTY CASUALTY CL A	03/21/02	06/21/02	175,048 85	197,950 00	22,901 15-
5,300	TRAVELERS PROPERTY CASUALTY CL A	03/21/02	06/21/02	86,706 44	98,050 00	11,343 56-
1,908,000	TBA FGLMC 30 YR DTD 7/1/2003 7% 7/1/2033	06/11/02	06/21/02	1,974,183 75	1,964,941 88	9,241 87
12,400	SAFEWAY STORES INC HCA - THE HEALTHCARE COMPANY	04/19/02	06/14/02	379,184 26	557,282 04	178,097 78-
6,075		02/07/02	06/14/02	300,199 82	258,148 01	42,051 81

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,400	HCA - THE HEALTHCARE COMPANY	04/05/02	06/14/02	69,181 85	62,559 98	6,621 87
1,600	HCA - THE HEALTHCARE COMPANY	01/24/02	06/14/02	79,064 97	67,128 32	11,936 65
7,400	WELLPOINT HEALTH NETWORKS	04/04/02	06/14/02	602,010 34	480,864 58	121,145 76
3,200	WELLPOINT HEALTH NETWORKS	04/04/02	06/14/02	260,328 80	207,941 44	52,387 36
8,300	TENET HEALTH CARE	02/07/02	06/14/02	621,756 68	540,929 26	80,827 42
3,600	TENET HEALTH CARE	02/07/02	06/14/02	269,677 59	234,619 92	35,057 67
4,500	HEALTH NRT INC	04/25/02	06/24/02	116,148 24	128,804 40	12,656 16-
19,600	SIBEL SYSTEMS INC	03/12/02	06/25/02	263,410 12	702,556 12	439,146 00-
7,500	OMNICOM GROUP	03/04/02	06/25/02	364,467 24	711,643 50	347,176 26-
1,300	INGERSOLL-RAND CO CLASS A	03/04/02	06/25/02	59,195 01	68,957 46	9,762 45-
2,100	INGERSOLL-RAND CO CLASS A	03/04/02	06/25/02	96,852 44	111,392 82	14,540 38-
5,600	INGERSOLL-RAND CO CLASS A	03/27/02	06/25/02	258,273 17	280,560 00	22,286 83-
100	INGERSOLL-RAND CO CLASS A	03/01/02	06/25/02	4,612 02	5,003 60	391 58-
600	GEORGIA PACIFIC CORP	03/26/02	06/27/02	14,628 81	18,315 66	3,686 85-
3,600	GEORGIA PACIFIC CORP	03/05/02	06/27/02	87,772 91	102,830 04	15,057 13-
2,300	INGERSOLL-RAND CO CLASS A	03/01/02	06/26/02	102,988 59	115,082 80	12,094 21-
400	INGERSOLL-RAND CO CLASS A	03/01/02	06/26/02	17,911 06	20,014 40	2,103 34-
300	INGERSOLL-RAND CO CLASS A	03/01/02	06/26/02	13,433 29	14,961 00	1,527 71-
3,100	INGERSOLL-RAND CO CLASS A	03/01/02	06/26/02	138,810 72	155,080 60	16,269 88-
1,200	GEORGIA PACIFIC CORP	03/26/02	06/28/02	29,575 15	35,940 72	6,365 57-
400	GEORGIA PACIFIC CORP	03/26/02	06/28/02	9,858 68	12,198 68	2,340 30-
300	GEORGIA PACIFIC CORP	03/26/02	06/28/02	7,393 79	9,157 83	1,764 04-
400	GEORGIA PACIFIC CORP	03/26/02	06/28/02	9,858 68	12,198 68	2,340 30-
400	GEORGIA PACIFIC CORP	03/26/02	06/28/02	7,393 79	9,157 83	1,764 04-
400	GEORGIA PACIFIC CORP	03/26/02	06/28/02	9,858 68	12,198 68	2,340 30-
900	GEORGIA PACIFIC CORP	03/27/02	06/28/02	22,181 36	27,381 33	5,199 97-
1,000	GEORGIA PACIFIC CORP	03/28/02	06/28/02	24,645 96	30,208 80	5,562 84-
4,400	GEORGIA PACIFIC CORP	03/05/02	06/28/02	108,442 20	125,681 16	17,238 96-
1,100	GEORGIA PACIFIC CORP	03/05/02	06/28/02	27,060 61	31,420 29	4,359 68-
1,800	GEORGIA PACIFIC CORP	03/06/02	07/01/02	44,281 00	51,211 26	6,930 26-
200	GENETECH INC	10/25/01	07/01/02	17,220 39	19,915 00	2,694 61-
1,200	WORLD COM INC-WORLDCOM GROUP	01/29/02	07/01/02	39,938 63	60,531 00	20,592 37-
1,100	WORLD COM INC-WORLDCOM GROUP	01/29/02	07/01/02	68 31	11,160 38	11,092 07-
1,500	WORLD COM INC-WORLDCOM GROUP	01/29/02	07/01/02	93 15	15,395 55	15,302 40-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
400	WORLD.COM INC-WORLDCOM GROUP	01/29/02	07/01/02	24 84	4,061 12	4,036 28-
3,600	WORLD.COM INC-WORLDCOM GROUP	01/30/02	07/01/02	223 55	32,772 96	32,549 41-
1,100	WORLD.COM INC-WORLDCOM GROUP	02/06/02	07/01/02	68 31	7,338 21	7,269 90-
300	WORLD.COM INC-WORLDCOM GROUP	02/06/02	07/01/02	18 63	1,995 00	1,976 37-
800	WORLD.COM INC-WORLDCOM GROUP	02/06/02	07/01/02	49 68	5,140 00	5,090 32-
1,800	WORLD.COM INC-WORLDCOM GROUP	02/06/02	07/01/02	111 78	11,855 70	11,743 92-
1,200	WORLD.COM INC-WORLDCOM GROUP	03/13/02	07/01/02	74 52	8,928 00	8,853 48-
24,100	WORLD.COM INC-WORLDCOM GROUP	03/20/02	07/01/02	1,496 56	175,363 65	173,867 09-
4,900	WORLD.COM INC-WORLDCOM GROUP	03/25/02	07/01/02	304 28	32,667 81	32,363 53-
4,600	WORLD.COM INC-WORLDCOM GROUP	04/10/02	07/01/02	285 65	21,287 88	21,002 23-
4,600	WORLD.COM INC-WORLDCOM GROUP	04/10/02	07/01/02	285 65	22,435 58	22,149 93-
4,700	WORLD.COM INC-WORLDCOM GROUP	04/10/02	07/01/02	291 85	22,161 91	21,870 06-
2,000	WORLD.COM INC-WORLDCOM GROUP	04/10/02	07/01/02	124 19	9,821 20	9,697 01-
5,000	WORLD.COM INC-WORLDCOM GROUP	04/16/02	07/01/02	310 49	28,350 00	28,039 51-
100	AETNA INC NEW GROUP	03/19/02	07/01/02	4,699 64	3,830 06	869 58
2,200	GENETECH INC	10/25/01	07/01/02	73,220 83	110,973 50	37,752 67-
200	GENETECH INC	10/25/01	07/01/02	6,656 44	10,088 50	3,432 06-
4,000	GEORGIA PACIFIC CORP	03/04/02	07/01/02	98,402 23	113,800 00	15,397 77-
1,600	GEORGIA PACIFIC CORP	03/04/02	07/02/02	37,319 51	45,520 00	8,200 49-
600	GEORGIA PACIFIC CORP	03/04/02	07/02/02	13,994 82	17,070 00	3,075 18-
600	GEORGIA PACIFIC CORP	03/04/02	07/02/02	13,994 81	16,972 50	2,977 69-
2,500	TERADYNE INC	03/04/02	07/02/02	52,664 16	98,291 50	45,627 34-
1,900	TERADYNE INC	03/04/02	07/03/02	38,071 62	75,614 49	37,542 87-
1,600	TERADYNE INC	03/05/02	07/03/02	32,060 31	63,217 28	31,156 97-
6,900	TERADYNE INC	03/04/02	07/03/02	138,260 10	271,284 54	133,024 44-
4,400	CITIGROUP INC	03/27/02	07/03/02	161,211 14	219,974 92	58,763 78-

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ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,300	CITIGROUP INC	06/25/02	07/03/02	84,269 46	92,466 90	8,197 44-
400	BJ SERVICES CO	12/27/01	07/03/02	13,108 28	13,334 72	226 44-
2,700	BJ SERVICES CO	12/27/01	07/03/02	88,480 92	90,009 36	1,528 44-
1,700	BJ SERVICES CO	12/05/01	07/03/02	55,710 21	53,425 90	2,284 31
4,245,000	MERCK & CO INC DTD 12/27/2001 4 125% 1/18/2005	12/18/01	07/08/02	4,314,066 15	4,241,391 75	72,674 40
300	TERADYNE INC	03/04/02	07/08/02	6,436 10	11,794 98	5,358 88-
3,300	TERADYNE INC	03/19/02	07/08/02	70,797 05	126,244 14	55,447 09-
2,000	TERADYNE INC	03/19/02	07/08/02	42,907 30	76,511 60	33,604 30-
6,000	AOL TIME WARNER	07/20/01	07/09/02	83,125 68	267,540 00	184,414 32-
11,500	AOL TIME WARNER	08/28/01	07/09/02	159,324 22	468,125 90	308,801 68-
3,300	AOL TIME WARNER	10/17/01	07/09/02	45,719 12	104,148 00	58,428 88-
6,300	AOL TIME WARNER	09/18/01	07/09/02	87,281 97	198,198 00	110,916 03-
7,900	MACK-CALI REALTY CORP	12/05/01	07/10/02	258,055 13	238,092 57	19,962 56
49,400	WACHOVIA CORPORATION	07/23/01	07/11/02	1,736,693 53	1,719,747 38	16,946 15
17,000	WACHOVIA CORPORATION	09/05/01	07/11/02	597,647 57	594,386 30	3,261 27
17,100	WACHOVIA CORPORATION	04/03/02	07/11/02	601,163 14	625,971 15	24,808 01-
19,825	WACHOVIA CORPORATION	07/23/01	07/11/02	690,862 56	687,096 84	3,765 72
450	WACHOVIA CORPORATION	07/27/01	07/11/02	15,681 62	15,831 00	149 38-
6,725	WACHOVIA CORPORATION	08/24/01	07/11/02	234,353 12	239,141 00	4,787 88-
2,195,000	TBA FNMA 30 YR DTD 7/1/2003 6 5% 7/1/2033	06/11/02	07/11/02	2,261,107 22	2,219,007 81	42,099 41
40,333	WESTBROOK REAL EST FD II LP MANAGEMENT	01/10/02	07/05/02	40,421 65	40,333 00	88 65
37,522	WESTBROOK REAL EST FD II LP MANAGEMENT	04/04/02	07/05/02	37,604 47	37,522 00	82 47
1,150,000	TBA FNMA 15 YR DTD 7/1/2003 6 5% 7/1/2018	06/12/02	07/16/02	1,197,392 58	1,185,218 75	12,173 83
5,300,000	TBA FNMA 15 YR DTD 7/1/2003 5 5% 7/1/2018	06/12/02	07/16/02	5,348,238 28	5,273,500 00	74,738 28
1,500	WAL MART STORES INC	07/30/01	07/16/02	76,649 04	83,420 40	6,771 36-
3,900	DELPHI AUTOMOTIVE SYSTEMS	02/22/02	07/16/02	43,812 83	60,890 31	17,077 48-
2,700	DELPHI AUTOMOTIVE SYSTEMS	02/22/02	07/16/02	30,331 96	42,154 83	11,822 87-
1,700	DELPHI AUTOMOTIVE SYSTEMS	02/25/02	07/16/02	19,097 90	26,918 31	7,820 41-
1,100	DELPHI AUTOMOTIVE SYSTEMS	02/26/02	07/16/02	12,357 47	17,963 55	5,606 08-

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ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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100	DELPHI AUTOMOTIVE SYSTEMS	02/28/02	07/16/02	1,123 41	1,615 72	492 31
800	DELPHI AUTOMOTIVE SYSTEMS	02/27/02	07/16/02	8,987 25	13,093 20	4,105 95
1,400	DELPHI AUTOMOTIVE SYSTEMS	02/21/02	07/16/02	15,727 68	21,816 34	6,088 66
3,500	DELPHI AUTOMOTIVE SYSTEMS	02/21/02	07/16/02	39,197 06	54,540 85	15,343 79
1,600	DELPHI AUTOMOTIVE SYSTEMS	02/20/02	07/16/02	17,918 66	24,201 60	6,282 94
4,200	DELPHI AUTOMOTIVE SYSTEMS	02/20/02	07/16/02	47,036 47	63,529 20	16,492 73
7,200	ANADARKO PETROLEUM CORP	07/18/01	07/17/02	316,384 37	339,552 00	23,167 63
21,250	ANADARKO PETROLEUM CORP	07/20/01	07/17/02	933,773 32	1,080,037 62	146,264 30
900	ANADARKO PETROLEUM CORP	08/31/01	07/17/02	39,548 05	47,094 48	7,546 43
2,400	DELPHI AUTOMOTIVE SYSTEMS	02/20/02	07/17/02	25,301 95	36,302 40	11,000 45
1,800	DELPHI AUTOMOTIVE SYSTEMS	02/19/02	07/17/02	18,976 47	26,992 62	8,016 15
6,700	DELPHI AUTOMOTIVE SYSTEMS	02/19/02	07/17/02	70,634 62	100,472 53	29,837 91
26,125	SIBEL SYSTEMS INC	03/12/02	07/18/02	259,099 85	936,442 80	677,342 95
700	E I DU PONT DE NEMOURS & CO	07/27/01	07/18/02	28,323 24	29,785 00	1,461 76
100	AETNA INC NEW	03/19/02	07/18/02	4,733 05	3,830 06	902 99
700	JOHNSON & JOHNSON	02/25/02	07/19/02	29,578 94	41,927 90	12,348 96
900	JOHNSON & JOHNSON	02/25/02	07/19/02	38,030 06	53,907 30	15,877 24
41,921	SANMINA CORP	04/26/02	07/23/02	183,071 77	471,430 99	288,359 22
1,021	SANMINA CORP	04/26/02	07/23/02	4,458 77	11,481 86	7,023 09
66,737	SANMINA CORP	04/26/02	07/23/02	291,414 31	750,425 56	459,011 25
1,737	SANMINA CORP	04/26/02	07/23/02	7,585 59	19,533 78	11,948 19
63,220	UNISYS INC	12/06/01	07/23/02	438,651 26	786,564 28	347,913 02
11,430	UNISYS INC	12/07/01	07/23/02	79,306 93	143,503 65	64,196 72
63,880	KROGER CO	09/04/01	07/23/02	1,132,660 36	1,755,869 56	623,209 20
3,909	TAIWAN SEMICONDUCTOR SP	03/04/02	07/23/02	43,773 45	72,775 55	29,002 10
390	TAIWAN SEMICONDUCTOR SP	03/04/02	07/23/02	4,377 35	7,277 55	2,900 20
1,427	TAIWAN SEMICONDUCTOR SP	03/01/02	07/23/02	15,982 40	24,490 86	8,508 46
3,200	TAIWAN SEMICONDUCTOR SP	03/04/02	07/23/02	35,833 15	59,574 40	23,741 25
3,472	TAIWAN SEMICONDUCTOR SP	03/01/02	07/23/02	38,887 12	59,589 22	20,702 10
5,270	KROGER CO	09/04/01	07/24/02	93,572 86	144,856 49	51,283 63
6,450	KROGER CO	10/29/01	07/24/02	114,524 65	157,114 91	42,590 26

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
46,100	CONTINENTAL AIR LINES	02/21/02	07/24/02	454,762 69	1,476,463 14	1,021,700 45-
30,200	CONTINENTAL AIR LINES	03/19/02	07/24/02	297,913 95	912,323 88	614,409 93-
5,100	QUALCOMM CORP	05/16/02	07/25/02	133,122 81	163,694 70	30,571 89-
1,400	QUALCOMM CORP	05/31/02	07/25/02	36,543 52	44,343 60	7,800 08-
5,600	YAHOO	05/14/02	07/25/02	70,882 09	95,845 12	24,963 03-
3,300	YAHOO	05/08/02	07/25/02	41,769 81	51,860 49	10,090 68-
200	NABORS INDUSTRIES LTD	11/12/01	07/25/02	5,709 87	6,768 66	1,058 79-
2,300	NABORS INDUSTRIES LTD	10/26/01	07/25/02	65,663 47	74,429 38	8,765 91-
3,100	NABORS INDUSTRIES LTD	10/26/01	07/25/02	88,502 95	100,317 86	11,814 91-
3,500	RAYTHEON COMPANY	05/31/02	07/25/02	106,909 87	154,052 50	47,142 63-
1,500	RAYTHEON COMPANY	05/23/02	07/25/02	45,818 52	65,164 65	19,346 13-
3,000	RAYTHEON COMPANY	05/23/02	07/25/02	91,637 04	130,329 30	38,692 26-
3,100	RAYTHEON COMPANY	04/04/02	07/25/02	94,691 60	122,158 60	27,467 00-
8,200	QUALCOMM CORP	05/14/02	07/25/02	212,678 62	254,610 82	41,932 20-
200	QUALCOMM CORP	05/31/02	07/25/02	5,187 28	6,334 80	1,147 52-
300	TAIWAN SEMICONDUCTOR SP	03/01/02	07/25/02	2,745 73	5,147 76	2,402 03-
1,090 9091	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/25/02	9,984 46	18,272 73	8,288 27-
2,009 0909	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/25/02	18,388 04	33,652 28	15,264 24-
3,700	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/25/02	33,024 09	61,975 00	28,950 91-
1,663 6364	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/25/02	14,848 67	27,865 91	13,017 24-
118 1818	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/25/02	1,054 82	1,979 55	924 73-
2,418 1818	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/25/02	21,583 31	40,504 55	18,921 24-
143	JM SMUCKER CO/THE-NEW COM	09/20/01	07/29/02	4,756 68	4,103 90	652 78
13 5	JM SMUCKER CO/THE-NEW COM	10/30/01	07/29/02	449 06	390 76	58 30
4,580	UNISYS INC	12/06/01	07/29/02	33,586 86	58,274 54	24,687 68-
19,750	UNISYS INC	12/07/01	07/29/02	144,834 18	247,961 25	103,127 07-
48,420	UNISYS INC	12/06/01	07/29/02	355,082 08	602,427 11	247,345 03-
13,700	BRINCKER INTL INC	02/11/02	07/29/02	431,224 59	430,317 00	907 59
1,600	RAYTHEON COMPANY	04/04/02	07/29/02	48,957 08	63,049 60	14,092 52-
1,100	UNITEPDHEALTH GROUP INC	08/02/01	07/29/02	96,038 10	71,052 41	24,985 69

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,200	TAIWAN SEMICONDUCTOR SP	01/31/02	07/29/02	10,986 02	20,100 00	9,113 98-
1,100	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/29/02	10,070 52	18,425 00	8,354 48-
44,350	UNISYS INC	12/06/01	07/30/02	334,792 37	551,789 40	216,997 03-
26,600	AOL TIME WARNER	09/18/01	07/31/02	298,751 50	836,836 00	538,084 50-
2,800	AOL TIME WARNER	02/26/02	07/31/02	31,447 53	65,314 48	33,866 95-
420	ADVANCEPCS	05/22/02	08/01/02	7,434 57	11,025 00	3,590 43-
2,000	AFFILIATED MANAGERS GROUP	05/22/02	08/02/02	90,591 46	133,135 60	42,544 14-
10,250	APPLIED MATERIALS INC	01/09/02	08/02/02	135,152 40	242,258 75	107,106 35-
18,200	FED NAT'L MTG ASSN	03/07/02	08/07/02	1,286,368 13	1,474,756 92	188,388 79-
800	FED NAT'L MTG ASSN	03/07/02	08/07/02	56,543 65	64,824 48	8,280 83-
39,700	ALCOA INC	02/15/02	08/07/02	964,760 28	1,473,433 74	508,673 46-
2,195,000	TBA FNMA 30 YR DTD 8/1/2003 6 5% 8/1/2033	07/11/02	08/08/02	2,262,822 07	2,252,618 75	10,203 32
1,150,000	TBA FNMA 15 YR DTD 8/1/2002 6 5% 8/1/2017	07/16/02	08/09/02	1,200,222 66	1,193,664 06	6,558 60
5,300,000	TBA FNMA 15 YR DTD 8/1/2002 5 5% 8/1/2017	07/16/02	08/09/02	5,398,546 88	5,331,468 75	67,078 13
11,800	SOUTHWEST AIRLINES	12/05/01	08/13/02	153,898 02	230,619 20	76,721 18-
100	SOUTHWEST AIRLINES	09/28/01	08/13/02	1,304 22	1,479 05	174 83-
54,300	KROGER CO	11/06/01	08/13/02	1,050,542 94	1,306,924 98	256,382 04-
1,690 9091	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	08/13/02	15,104 60	28,322 72	13,218 12-
2,336 3636	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	08/13/02	20,870 34	39,134 09	18,263 75-
1,072 7273	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	08/13/02	9,582 49	17,968 18	8,385 69-
536 3636	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	08/13/02	4,753 92	8,984 09	4,230 17-
1,172 7273	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	08/13/02	10,394 15	19,643 18	9,249 03-
1,790 9091	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	08/13/02	15,873 24	29,997 73	14,124 49-

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ACCOUNT 0049-00-1/6 (cont)
The PEW MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARFEBY

01/01/2002 TO 12/31/2002

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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Gain/loss period is short disposal method sale

2,500	YAHOO	05/08/02	08/16/02	30,099 09	39,288 25	9,189 16-
3,100	YAHOO	04/30/02	08/16/02	37,322 87	45,915 96	8,593 09-
10,300	YAHOO	04/30/02	08/16/02	123,424 25	152,559 48	29,135 23-
600	NABORS INDUSTRIES LTD	10/26/01	08/16/02	20,406 36	19,416 36	989 68
7,000	NABORS INDUSTRIES LTD	11/01/01	08/16/02	238,070 52	219,942 10	18,128 42
300	AQUILA INC	10/24/01	08/16/02	675 01	8,873 46	8,198 45-
100	AQUILA INC	10/30/01	08/16/02	225 00	2,897 16	2,672 16-
300	AQUILA INC	11/07/01	08/16/02	675 01	8,652 99	7,977 98-
594	AQUILA INC	11/08/01	08/16/02	1,336 52	16,687 30	15,350 78-
3,000	NIKE INC CL B	01/22/02	08/15/02	126,966 37	174,266 40	47,300 03-
3,500	NIKE INC CL B	01/23/02	08/15/02	148,127 43	203,192 50	55,065 07-
700	YAHOO	04/30/02	08/15/02	8,469 74	10,368 12	1,898 38-
530	TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	4,927 68	0	4,927 68
179 0909	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,665 10	0	1,665 10
117 2727	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,090 35	0	1,090 35
53 6364	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	498 68	0	498 68
107 2727	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	997 37	0	997 37
233 6364	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	2,172 24	0	2,172 24
169 0909	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,572 13	0	1,572 13
110	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,022 73	0	1,022 73
120	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,115 70	0	1,115 70
85 4545	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	794 51	0	794 51
100	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	929 75	0	929 75
94 5455	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	879 04	0	879 04
241 8182	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	2,248 31	0	2,248 31
11 8182	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	109 88	0	109 88

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
166 3636	TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,546 77	0	1,546 77
370	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	3,440 08	0	3,440 08
200 9091	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,867 96	0	1,867 96
109 0909	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,014 27	0	1,014 27
30	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	278 93	0	278 93
347 2727	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	3,228 78	0	3,228 78
320	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	2,975 20	0	2,975 20
142 7273	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	1,327 01	0	1,327 01
39 0909	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	363 45	0	363 45
390 9091	ADR TAIWAN SEMICONDUCTOR SP	07/23/02	08/15/02	3,634 48	0	3,634 48
4,000	AQUILA INC	03/20/02	08/15/02	11,279 25	96,560 00	85,280 75-
1,000	AQUILA INC	03/20/02	08/15/02	2,819 81	24,287 40	21,467 59-
1,900	AQUILA INC	01/25/02	08/15/02	5,357 65	43,700 00	38,342 35-
500	NABORS INDUSTRIES LTD	11/12/01	07/26/02	14,025 22	16,921 65	2,896 43-
900	NABORS INDUSTRIES LTD	10/26/01	07/26/02	25,245 41	29,124 54	3,879 13-
1,200	NABORS INDUSTRIES LTD	10/26/01	07/26/02	33,660 54	38,832 72	5,172 18-
4,500	RAYTHEON COMPANY	04/04/02	07/26/02	132,643 40	177,327 00	44,683 60-
945 4545	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/26/02	8,979 92	15,836 36	7,346 44-
1,000	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/26/02	8,979 73	16,750 00	7,770 27-
854 5455	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	07/26/02	7,673 58	14,313 64	6,640 06-
2,500	ADR TAIWAN SEMICONDUCTOR SP	07/05/02	08/14/02	21,894 09	33,821 75	11,927 66-
5,300	ADR TAIWAN SEMICONDUCTOR SP	01/31/02	08/14/02	46,415 46	88,774 99	42,359 53-
1,400	AQUILA INC	03/19/02	08/19/02	3,625 89	34,328 00	30,702 11-

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
5,200	AQUILA INC	03/20/02	08/19/02	13,467 59	126,294 48	112,826 89-
500	NABORS INDUSTRIES LTD	11/01/01	08/19/02	17,019 13	15,710 15	1,308 98
147,332 71	OCM PRINCIPAL OPPORTUNITIES FD II LP	11/27/01	08/22/02	147,332 71	147,332 71	0 00
500	LEHMAN BROTHERS HLDGS	05/16/02	08/22/02	29,264 97	33,381 40	4,116 43-
1,400	LEHMAN BROTHERS HLDGS	05/02/02	08/22/02	81,941 90	86,461 62	4,519 72-
2,200	YAHOO	04/30/02	08/22/02	28,053 33	32,585 52	4,532 19-
3,800	YAHOO	04/26/02	08/22/02	48,455 75	55,474 30	7,018 55-
12,450	TENET HEALTH CARE	02/07/02	08/23/02	601,056 64	540,929 26	60,127 38
1,750	TENET HEALTH CARE	01/24/02	08/23/02	84,485 87	74,803 87	9,682 00
500	YAHOO	04/26/02	08/26/02	5,672 02	7,299 25	1,627 23-
6,900	YAHOO	04/26/02	08/26/02	78,784 57	100,729 65	21,945 08-
2,700	LEHMAN BROTHERS HLDGS	05/16/02	08/21/02	159,668 32	180,259 56	20,591 24-
0 139	TRAVELERS PROPERTY CASUALTY CL A	11/26/01	08/21/02	1 99	03 21	1 22-
0 347	TRAVELERS PROPERTY CASUALTY CL B	11/26/01	08/21/02	5 23	08 48	3 25-
4,700	YAHOO	04/26/02	08/27/02	51,752 48	68,612 95	16,860 47-
1,000	YAHOO	04/26/02	08/27/02	10,949 77	14,598 50	3,648 73-
3,100	YAHOO	07/03/02	08/27/02	33,944 28	38,999 86	5,055 58-
1,900	YAHOO	07/03/02	08/27/02	21,280 11	23,903 14	2,623 03-
5,588 67	COLUMBIA CAP EQUITY PARTNRS III (QP) LP	09/27/01	08/28/02	13,656 39	5,588 67	8,067 72
89,122 82	COLUMBIA CAP EQUITY PARTNRS III (QP) LP	01/18/02	08/28/02	217,779 11	89,122 82	128,656 29
19,800	COMCAST CORP CLASS A SPECIAL	01/23/02	08/28/02	465,361 16	705,523 50	240,162 34-
1,200	COMCAST CORP CLASS A SPECIAL	02/26/02	08/28/02	28,203 71	38,880 00	10,676 29-
20,575	VALERO ENERGY CORP	04/05/02	08/29/02	671,895 42	968,045 52	296,150 10-
24,775	ALCOA INC	11/26/01	09/03/02	588,425 63	950,522 60	362,096 97-
23,500	PEPSI BOTTLING GROUP INC	03/14/02	09/04/02	631,736 07	591,863 95	39,872 12
10,460	ATTEGHEMY ENERGY INC	05/22/02	09/04/02	193,932 99	389,739 60	195,806 61-

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARFFY

ACCOUNT 0049-00-1/6 (cont)
The PEW MEMORIAL TRUST
TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
38,600	PEPSI BOTTLING GROUP INC	03/14/02	09/04/02	1,005,241 01	972,168 03	33,072 98
1,500	SONY CORP	05/31/02	09/04/02	62,020 73	87,385 65	25,364 92-
1,458 3333	CITIGROUP INC	11/26/01	09/04/02	43,442 44	68,831 70	25,389 26-
46,523 64	DLJ MERCHANT BANKING III LP	10/26/01	09/06/02	46,523 64	46,523 64	0 00
1,200	SONY CORP	05/30/02	09/06/02	49,797 54	69,816 60	20,019 06-
1,200	SONY CORP	05/31/02	09/06/02	49,797 54	69,908 52	20,110 98-
1,100	SONY CORP	05/29/02	09/06/02	45,647 74	63,320 84	17,673 10-
2,000	WASHINGTON MUTUAL INC	03/20/02	09/06/02	75,954 91	67,149 60	8,805 31
4,600	LEHMAN BROTHERS HLDGS	05/02/02	09/05/02	244,643 62	284,088 18	39,444 56-
3,000	SONY CORP	05/31/02	09/05/02	122,926 39	174,771 30	51,844 91-
7,828,000	US TREASURY N/B DTD 8/15/2001 5% 8/15/2011	01/28/02	09/10/02	8,410,819 06	7,765,620 62	645,198 44
15,100	NEW ROCKWELL COLLINS	05/29/02	09/10/02	314,784 68	378,173 46	63,388 78-
1,700	NEW ROCKWELL COLLINS	02/22/02	09/10/02	35,439 33	38,853 67	3,414 34-
29,100	CENDANT CORP	11/12/01	09/10/02	422,653 01	401,105 67	21,547 34
1,000	SONY CORP	06/28/02	09/10/02	42,690 21	53,300 50	10,610 29-
900	SONY CORP	07/01/02	09/10/02	38,421 19	46,962 00	8,540 81-
10,080	CHARLES RIVER LABORATORIES	05/22/02	09/11/02	374,269 18	383,558 11	9,288 93-
1,800	WASHINGTON MUTUAL INC	03/20/02	09/09/02	68,649 21	60,434 64	8,214 57
100	SONY CORP	05/29/02	09/09/02	4,180 27	5,756 44	1,576 17-
2,400	SONY CORP	06/28/02	09/09/02	100,326 58	127,921 20	27,594 62-
64,350	AUSTIN VENTURES VIII LP TBA FAMA 30 YR DTD 9/1/2002 6 5% 9/1/2032	12/11/01	09/12/02	151,724 59	64,350 00	87,374 59
2,195,000		08/08/02	09/12/02	2,273,025 39	2,255,019 53	18,005 86
3,280	PAPA JOHN'S INTL INC	04/24/02	09/13/02	92,496 81	101,731 49	9,234 68-
220	PAPA JOHN'S INTL INC	04/23/02	09/13/02	6,204 05	6,690 20	486 15-
4,593	ESS TECHNOLOGY	12/06/01	09/13/02	36,276 71	98,427 99	62,151 28-
3,893	ESS TECHNOLOGY	12/10/01	09/13/02	30,747 93	83,115 55	52,367 62-
14,158	ESS TECHNOLOGY	12/12/01	09/13/02	111,823 56	300,977 84	189,154 28-
19,767 05	SILVER LAKE PARTNERS LP	10/03/01	09/13/02	19,767 05	19,767 05	0 00
1,630	PAPA JOHN'S INTL INC	04/23/02	09/16/02	46,029 97	49,568 30	3,538 33-
1,570	PAPA JOHN'S INTL INC	03/19/02	09/16/02	44,335 62	43,365 28	970 34

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Gain/loss period is short disposal method sale

FEDERAL SCHEDULE D CHRONOLOGICALLY

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
20,650	ESS TECHNOLOGY	12/05/01	09/16/02	152,497 67	436,555 45	284,057 78-
3,352	ESS TECHNOLOGY	12/12/01	09/16/02	24,754 10	71,258 49	46,504 39-
37,000	NEW ROCKWELL COLLINS	02/22/02	09/16/02	775,067 37	845,638 70	70,571 33-
1,150,000	TBA FNMA 15 YR DTD	08/09/02	09/17/02	1,206,556 64	1,197,257 81	9,298 83
5,300,000	TBA FNMA 15 YR DTD	08/09/02	09/17/02	5,444,093 75	5,379,500 00	64,593 75
4,200	BROCADE COMMUNICATIONS	12/27/01	09/17/02	45,182 23	146,018 04	100,835 81-
4,700	BROCADE COMMUNICATIONS	02/13/02	09/17/02	50,561 07	165,114 29	114,553 22-
3,700	BROCADE COMMUNICATIONS	03/21/02	09/17/02	39,803 40	93,894 53	54,091 13-
5,700	BROCADE COMMUNICATIONS	07/10/02	09/17/02	61,318 74	100,213 41	38,894 67-
1,340	PAPA JOHN'S INTL INC	03/19/02	09/18/02	37,474 76	37,012 41	462 35
62 8673	TRAVELERS PROPERTY	11/26/01	09/18/02	816 62	1,452 38	635 76-
649 1446	CASUALTY CL A	04/15/02	09/18/02	8,432 13	13,619 32	5,187 19-
129 1028	TRAVELERS PROPERTY	11/26/01	09/18/02	1,709 27	3,218 81	1,509 54-
1,333 7033	CASUALTY CL B	04/15/02	09/18/02	17,657 69	30,196 37	12,538 68-
2,090	PAPA JOHN'S INTL INC	03/19/02	09/19/02	58,384 48	57,728 31	656 17
9,800	ELECTRONIC DATA SYSTEMS	03/28/02	09/19/02	202,265 87	567,828 66	365,562 79-
4,200	IDEC PHARMACEUTICALS	02/08/02	09/19/02	166,173 03	229,417 02	63,243 99-
3,000	IDEC PHARMACEUTICALS	07/12/02	09/19/02	118,695 02	109,859 70	8,835 32
39,653 09	COLUMBIA CAPITAL EQUITY	07/22/02	09/19/02	22,246 79	39,653 09	17,406 30-
10,400	ELECTRONIC DATA SYSTEMS	03/19/02	09/20/02	180,088 21	684,682 96	504,594 75-
17,200	ELECTRONIC DATA SYSTEMS	03/19/02	09/20/02	297,838 19	1,132,360 28	834,522 09-

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PWM MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,935	ELECTRONIC DATA SYSTEMS CORP	03/19/02	09/20/02	32,188 72	127,390 53	95,201 81-
9,890	ELECTRONIC DATA SYSTEMS CORP	03/19/02	09/20/02	164,520 10	650,462 33	485,942 23-
7,412	ELECTRONIC DATA SYSTEMS CORP	05/02/02	09/20/02	123,298 59	408,104 72	284,806 13-
7,800	ELECTRONIC DATA SYSTEMS CORP	03/19/02	09/20/02	129,752 97	513,512 22	383,759 25-
10,000	ELECTRONIC DATA SYSTEMS CORP	03/19/02	09/20/02	166,349 96	657,697 00	491,347 04-
13,600	ELECTRONIC DATA SYSTEMS CORP	05/02/02	09/20/02	226,235 94	748,816 00	522,580 06-
6,500	TEXAS INSTRUMENTS INC	04/16/02	09/20/02	103,710 87	221,176 80	117,465 93-
4,900	TEXAS INSTRUMENTS INC	04/16/02	09/20/02	78,182 04	166,733 28	88,551 24-
5,900	TEXAS INSTRUMENTS INC	05/14/02	09/20/02	94,137 55	188,078 43	93,940 88-
19,200	MACK-CALI REALTY CORP	12/05/01	09/23/02	630,157 58	578,655 36	51,502 22
1,700	TEXAS INSTRUMENTS INC	05/08/02	09/25/02	27,444 13	49,498 39	22,054 26-
600	TEXAS INSTRUMENTS INC	05/14/02	09/25/02	9,686 17	19,126 62	9,440 45-
10,126	COMPASS BANCSHARES	02/14/02	09/26/02	303,896 38	302,727 90	1,168 48
11,700	COMPASS BANCSHARES	04/03/02	09/26/02	351,134 47	358,865 91	7,731 44-
10,074	COMPASS BANCSHARES	02/13/02	09/26/02	302,335 78	297,976 84	4,358 94
2,400	WELLPOINT HEALTH NETWORKS	04/04/02	09/26/02	174,648 72	155,956 08	18,692 64
3,500	WELLPOINT HEALTH NETWORKS	10/23/01	09/26/02	254,696 05	184,639 00	70,057 05
3,900	COMPASS BANCSHARES	02/13/02	09/27/02	116,274 99	115,357 33	917 66
10,940	COMPASS BANCSHARES	02/19/02	09/27/02	328,214 11	323,499 08	4,715 03
15,360	COMPASS BANCSHARES	02/19/02	09/30/02	453,129 37	454,199 81	1,070 44-
2,550	JOHNSON & JOHNSON	11/26/01	10/02/02	148,703 10	154,130 93	5,427 83-
17,600	JOHNSON & JOHNSON	01/03/02	10/02/02	1,026,342 95	1,028,867 84	2,524 89-
13,050	VISHAY INTERTECHNOLOGY INC	05/22/02	10/02/02	118,691 36	330,295 50	211,604 14-
3,800	HOME DEPOT INC	07/17/02	10/01/02	96,569 15	119,658 96	23,089 81-
3,700	HOME DEPOT INC	07/16/02	10/01/02	94,027 85	114,341 10	20,313 25-
900	HOME DEPOT INC	07/16/02	10/01/02	22,871 64	27,812 70	4,941 06-
1,700	HOME DEPOT INC	07/16/02	10/01/02	43,246 69	52,535 10	9,288 41-
2,200	HOME DEPOT INC	07/16/02	10/01/02	55,908 45	67,986 60	12,078 15-

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ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARREY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
800	HOME DEPOT INC	07/17/02	10/01/02	20,330 35	24,603 28	4,272 93-
17,800	WEYERHAEUSER CO	11/26/01	10/09/02	672,196 71	951,449 16	279,252 45-
18,200	WEYERHAEUSER CO	12/05/01	10/09/02	687,302 26	973,397 88	286,095 62-
1,340	DUPONT PHOTOMASKS INC	04/16/02	10/09/02	22,380 27	65,882 44	43,502 17-
1,921	DUPONT PHOTOMASKS INC	04/17/02	10/09/02	32,083 96	93,881 19	61,797 23-
869	DUPONT PHOTOMASKS INC	04/18/02	10/09/02	14,513 78	41,655 26	27,141 48-
1,740	DUPONT PHOTOMASKS INC	05/14/02	10/09/02	29,060 95	67,594 48	38,533 53-
4,800	BJ SERVICES CO	12/05/01	10/09/02	121,974 40	150,849 60	28,875 20-
2,600	BJ SERVICES CO	12/05/01	10/09/02	66,069 47	81,710 20	15,640 73-
5,600	BJ SERVICES CO	01/25/02	10/09/02	142,303 47	171,669 12	29,365 65-
4,900	BJ SERVICES CO	01/25/02	10/09/02	124,515 53	150,210 48	25,694 95-
3,200	CISCO SYSTEMS	04/30/02	10/09/02	28,436 90	46,627 52	18,190 62-
8,000	CISCO SYSTEMS	04/30/02	10/09/02	69,102 71	116,568 80	47,466 09-
900	L-3 COMMUNICATIONS HLDGS INC	06/28/02	10/09/02	40,889 36	49,814 73	8,925 37-
1,900	LOCKHEED MARTIN CORP	09/04/02	10/09/02	110,472 36	121,653 20	11,180 84-
500	L-3 COMMUNICATIONS HLDGS INC	06/28/02	10/09/02	22,716 31	27,674 85	4,958 54-
160	DUPONT PHOTOMASKS INC	05/14/02	10/10/02	2,629 17	6,215 58	3,586 41-
16,750	GENERAL MOTORS CORP	02/27/02	10/10/02	548,691 66	914,343 98	365,652 32-
2,195,000	TBA FEMMA 30 YR DTD 10/1/2002 6 5% 10/1/2032	09/12/02	10/10/02	2,275,511 91	2,267,023 44	8,488 47-
700	L-3 COMMUNICATIONS HLDGS INC	06/28/02	10/10/02	32,203 36	38,744 79	6,541 43-
1,000	L-3 COMMUNICATIONS HLDGS INC	06/28/02	10/10/02	46,004 81	55,349 70	9,344 89-
100	L-3 COMMUNICATIONS HLDGS INC	06/28/02	10/10/02	4,600 48	5,510 57	910 09-
100	DUPONT PHOTOMASKS INC	05/14/02	10/11/02	1,705 45	3,884 74	2,179 29-

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
675	PROCTER & GAMBLE CO	10/30/01	10/15/02	60,167 68	49,514 89	10,652 79
26,500	GENERAL MOTORS CORP	02/25/02	10/15/02	942,375 11	1,415,630 00	473,254 89-
1,400	LOWES COS INC	03/20/02	10/15/02	58,852 12	62,704 04	3,851 92-
600	FEDEX CORPORATION	03/19/02	10/15/02	32,208 40	34,704 00	2,495 60-
100	FEDEX CORPORATION	03/20/02	10/15/02	5,368 07	5,685 95	317 88-
700	FORREST LABS INC CLASS A	09/11/02	10/15/02	67,768 24	54,368 09	13,400 15
300	PROCTER & GAMBLE CO	07/01/02	10/15/02	27,097 58	27,167 76	70 18-
16,800	STORAGE TECHNOLOGY CORP	04/03/02	10/16/02	200,221 33	376,798 80	176,577 47-
5,700	STORAGE TECHNOLOGY CORP	04/05/02	10/16/02	67,932 24	126,551 97	58,619 73-
4,600	COCA COLA CO	04/19/02	10/16/02	219,151 65	252,878 56	33,726 91-
200	COCA COLA CO	04/08/02	10/16/02	9,528 33	10,586 88	1,058 55-
600	ANTHEM INC	06/20/02	10/16/02	43,368 07	43,581 06	212 99-
1,100	ANTHEM INC	06/20/02	10/16/02	79,508 13	79,898 61	390 48-
1,600	AUTOZONE INC	04/25/02	10/16/02	131,735 39	124,235 84	7,499 55
700	FEDEX CORPORATION	03/20/02	10/16/02	36,515 79	39,801 65	3,285 86-
1,300	LOWES COS INC	03/20/02	10/16/02	53,991 79	58,225 18	4,233 39-
29,448	CROW FAMILY HOLDINGS	06/24/02	10/17/02	29,448 00	29,448 00	0 00
1,150,000	REALTY PARTNERS LP	09/17/02	10/17/02	1,201,121 09	1,204,085 94	2,964 85-
5,300,000	TBA FNMA 15 YR DTD GNSF TBA 30 YR DTD	10/1/2002 6 5% 10/1/2017 10/1/2002 6 5% 10/1/2032	09/17/02	5,492,125 00	5,510,964 84	18,839 84-
56,750	MOTOROLA INC	06/14/02	10/17/02	425,697 17	884,919 78	459,222 61-
22,800	MOTOROLA INC	06/14/02	10/17/02	171,028 99	355,527 24	184,498 25-
45,100	MOTOROLA INC	06/13/02	10/17/02	338,307 35	722,993 59	384,686 24-
500	FEDEX CORPORATION	03/20/02	10/17/02	26,681 44	28,429 75	1,748 31-
300	FEDEX CORPORATION	03/20/02	10/17/02	15,854 37	17,057 85	1,203 48-
600	STARBUCKS CORP	10/10/02	10/17/02	13,799 58	13,324 80	474 78
800	STARBUCKS CORP	10/10/02	10/17/02	17,193 40	17,766 40	573 00-
2,800	STARBUCKS CORP	10/10/02	10/17/02	60,982 99	62,182 40	1,199 41-
1,100	STARBUCKS CORP	07/25/02	10/17/02	23,957 61	22,259 82	1,697 79
4,000	PHARMACIA CORPORATION	08/15/02	10/17/02	177,236 25	178,714 80	1,478 55-
4,700	PHARMACIA CORPORATION	08/15/02	10/17/02	208,252 60	209,989 89	1,737 29-
1,500	STARBUCKS CORP	07/25/02	10/17/02	32,289 67	30,354 30	1,935 37
800	STARBUCKS CORP	07/24/02	10/17/02	17,221 16	15,813 12	1,408 04
2,000	STARBUCKS CORP	07/24/02	10/17/02	42,958 50	39,532 80	3,425 70
3,200	ANTHEM INC	06/21/02	10/17/02	224,336 60	230,474 24	6,137 64-
1,100	ANTHEM INC	06/24/02	10/17/02	77,115 71	77,239 36	123 65-
2,100	ANTHEM INC	06/24/02	10/17/02	147,220 89	147,456 96	236 07-

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ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

UNITS SECURITY DATE DATE ACQUIRED DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE	DATE	ACQUIRED DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
600	FEDEX CORPORATION	03/20/02	10/18/02	31,700 70	34,115 70	2,415 00-	2,415 00-
1,600	INTUIT INC	07/09/02	10/18/02	80,702 20	77,054 88	3,647 32	3,647 32
1,500	STARBUCKS CORP	07/24/02	10/18/02	33,040 85	29,649 60	3,391 25	3,391 25
100	ANTHEM INC	06/20/02	10/18/02	7,092 67	7,263 51	170 84-	170 84-
900	ANTHEM INC	06/21/02	10/18/02	63,833 99	64,820 88	986 89-	986 89-
2,900	INTUIT INC	07/09/02	10/18/02	145,999 58	139,661 97	6,337 61	6,337 61
900	INTUIT INC	07/03/02	10/18/02	45,310 21	42,728 67	2,581 54	2,581 54
3,800	STARBUCKS CORP	07/24/02	10/18/02	83,823 95	75,112 32	8,711 63	8,711 63
3,100	STARBUCKS CORP	07/24/02	10/18/02	68,521 88	61,275 84	7,246 04	7,246 04
400	FEDEX CORPORATION	03/20/02	10/21/02	21,238 20	22,743 80	1,505 60-	1,505 60-
1,900	ANTHEM INC	07/02/02	10/21/02	135,895 87	122,118 13	13,777 74	13,777 74
25,400	GENERAL ELECTRIC CO	05/14/02	10/22/02	675,068 36	790,559 76	115,491 40-	115,491 40-
24,300	GENERAL ELECTRIC CO	05/14/02	10/22/02	652,610 19	756,322 92	103,712 73-	103,712 73-
2,700	CHECK POINT SOFTWARE TECH	11/07/01	10/22/02	35,125 67	93,302 82	58,177 15-	58,177 15-
100	FEDEX CORPORATION	03/20/02	10/22/02	5,219 37	5,685 95	466 58-	466 58-
19,200	JOHNSON & JOHNSON	01/03/02	10/24/02	1,121,415 11	1,122,401 28	986 17-	986 17-
5,400	NEXTEL COMMUNICATIONS INC CLASS A	10/04/02	10/24/02	60,064 54	44,640 18	15,424 36	15,424 36
2,800	EBAY INC	03/26/02	10/23/02	176,784 15	162,638 84	14,145 31	14,145 31
2,850	SILICON STORAGE TECHNOLOGY	03/01/02	10/25/02	11,870 45	27,675 49	15,805 04-	15,805 04-
5,739	SILICON STORAGE TECHNOLOGY	01/28/02	10/25/02	23,903 34	50,302 33	26,398 99-	26,398 99-
3,342	SILICON STORAGE TECHNOLOGY	01/28/02	10/28/02	14,261 88	29,292 63	15,030 75-	15,030 75-
6,819	SILICON STORAGE TECHNOLOGY	01/29/02	10/28/02	29,099 86	59,380 53	30,280 67-	30,280 67-
6,750	NORTROP CORP	08/27/02	10/30/02	696,825 36	835,059 38	138,234 02-	138,234 02-
8,600	NORTROP CORP	08/27/02	10/30/02	887,807 12	1,063,927 50	176,120 38-	176,120 38-
14,550	ALSTALTE CORP	12/18/01	10/30/02	577,188 36	476,719 11	100,469 25	100,469 25
12,050	AMGEN	10/03/02	10/31/02	569,947 80	553,867 40	16,080 40	16,080 40
6,650	AMGEN	10/14/02	10/31/02	314,535 51	327,982 65	13,447 14-	13,447 14-
7,900	ZIMMER HOLDINGS INC	11/20/01	10/31/02	325,415 67	238,984 48	86,431 19	86,431 19

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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Gain/loss period is short
 Disposal method sale

3,900	INTERNATIONAL BUSINESS MACHINES CORP	11/06/01	11/04/02	321,282 43	428,234 04	106,951 61-
1,900	INTUIT INC	07/03/02	11/04/02	100,428 50	90,204 97	10,223 53
2,800	INTUIT INC	07/03/02	11/04/02	147,999 90	36,928 00	5,357 69
6,400	LOCKHEED MARTIN CORP	07/25/02	11/04/02	329,861 42	379,441 28	49,579 86-
500	LOCKHEED MARTIN CORP	09/04/02	11/04/02	25,770 42	31,976 50	6,206 08-
800	LOCKHEED MARTIN CORP	09/04/02	11/04/02	41,232 68	51,222 40	9,989 72-
500	AUTOZONE INC	04/25/02	11/04/02	43,224 49	38,823 70	4,400 79
3,700	VIACOM INC CLASS B	06/07/02	11/04/02	167,318 95	183,787 88	16,468 93-
2,000	VIACOM INC CLASS B	06/18/02	11/04/02	90,442 67	94,017 20	3,574 53-
200	VIACOM INC CLASS B	06/19/02	11/04/02	9,044 27	9,304 38	260 11-
500	FOREST LABS INC CLASS A	09/11/02	11/04/02	50,656 22	38,834 35	11,821 87
500	FOREST LABS INC CLASS A	08/27/02	11/04/02	50,656 22	37,256 00	13,400 22
9,100	COCA COLA CO	04/08/02	11/04/02	414,715 45	481,703 04	66,987 59-
6,050	CHEVRONTXACO CORPORATION	12/21/01	11/05/02	411,049 41	532,460 50	121,411 09-
4,975	CHEVRONTXACO CORPORATION	02/06/02	11/05/02	338,011 70	412,131 99	74,120 29-
9,800	AMERISOURCEBERGEN CORP	06/07/02	11/05/02	656,336 13	770,210 41	113,874 28-
800	AUTOZONE INC	04/25/02	11/05/02	68,205 46	62,117 92	6,087 54
700	AUTOZONE INC	04/18/02	11/05/02	59,679 78	52,640 70	7,039 08
5,600	NEXTEL COMMUNICATIONS INC CLASS A	10/04/02	11/05/02	69,237 98	46,293 52	22,944 46
15,607	ANALOG DEVICES INC	01/03/02	11/06/02	441,213 74	740,380 48	299,166 74-
6,343	ANALOG DEVICES INC	01/04/02	11/06/02	179,318 17	299,671 86	120,353 69-
7,775	ANALOG DEVICES INC	01/09/02	11/06/02	219,801 16	377,414 83	157,613 67-
12,225	WELLS FARGO CO	02/12/02	11/06/02	599,252 63	566,933 15	32,319 48
8,900	AMERISOURCEBERGEN CORP	06/07/02	11/06/02	624,225 36	699,476 81	75,251 45-
9,100	WELLS FARGO CO	09/06/02	11/06/02	443,031 90	466,310 40	23,278 50-
12,325	WELLS FARGO CO	06/10/02	11/06/02	443,220 72	555,920 47	212,699 75-
125	WELLS FARGO CO	06/13/02	11/06/02	4,495 14	6,565 56	2,070 42-
20,100	TENET HEALTH CARE	01/23/02	11/06/02	523,768 08	851,531 14	327,763 06-
6,750	TENET HEALTH CARE	02/11/02	11/06/02	175,892 26	287,841 15	111,948 89-
2,250	TENET HEALTH CARE	02/26/02	11/06/02	58,630 75	91,740 00	33,109 25-
4,080,000	TBA FNMA 30 YR DTD	11/30/02	11/08/02	4,230,609 38	4,226,465 63	4,143 75
2,195,000	TBA FNMA 30 YR DTD	11/30/02	11/08/02	2,276,197 85	2,273,797 07	2,400 78

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE	ACQUIRED	DISPOSED	PROCEEDS	BASIS	DISPOSED	GAIN/(LOSS)
2,195,000	TBA FNMA 30 YR DTD	11/1/2002 6 5%	11/1/2032	10/10/02 11/08/02	2,276,026 37	2,272,167 97	3,858 40	3,858 40
3,725,000	TBA FNMA 30 YR DTD	11/1/2002 6 5%	11/1/2032	10/30/02 11/08/02	3,862,504 88	3,858,721 68	3,783 20	3,783 20
1,322,000	TBA FNMA 30 YR DTD	11/1/2002 6 5%	11/1/2032	10/16/02 11/08/02	1,370,800 39	1,363,260 86	7,539 53	7,539 53
5,920,000	TBA FNMA 30 YR DTD	11/1/2002 6 5%	11/1/2032	10/16/02 11/08/02	6,138,531 25	6,104,768 75	33,762 50	33,762 50
7,758,000	TBA FNMA 30 YR DTD	11/1/2002 7%	11/1/2032	10/16/02 11/08/02	8,118,625 78	8,078,320 55	40,305 23	40,305 23
2,100	ANHEUSER BUSCH COS INC	07/03/02 11/12/02		02/01/02 11/12/02	104,423 34	107,863 77	3,440 43	3,440 43
400	ANHEUSER BUSCH COS INC	02/01/02 11/12/02		02/01/02 11/12/02	19,890 16	19,130 80	759 36	759 36
0 662	PARTHUSCEVA INC	03/22/02 11/14/02		03/22/02 11/14/02	3 45	05 29	1 84	1 84
2,600	ST JUDE MEDICAL INC	09/20/02 11/14/02		09/20/02 11/14/02	82,689 73	94,052 92	11,363 19	11,363 19
1,000	ST JUDE MEDICAL INC	09/20/02 11/14/02		09/20/02 11/14/02	31,803 74	36,174 20	4,370 46	4,370 46
100	ST JUDE MEDICAL INC	09/23/02 11/14/02		09/23/02 11/14/02	3,180 37	3,601 00	420 63	420 63
4,000	ST JUDE MEDICAL INC	09/23/02 11/14/02		09/23/02 11/14/02	127,214 96	144,797 20	17,582 24	17,582 24
5,300,000	GNST TBA 30 YR DTD	10/17/02 11/14/02		10/17/02 11/14/02	5,533,324 22	5,484,671 88	48,652 34	48,652 34
1,150,000	TBA FNMA 15 YR DTD	10/17/02 11/14/02		10/17/02 11/14/02	1,207,230 47	1,200,312 50	6,917 97	6,917 97
1,600	VERIZON COMMUNICATIONS	02/26/02 11/15/02		02/26/02 11/15/02	61,447 75	75,365 12	13,917 37	13,917 37
7,400	PRECISION CASTPARTS CORP	08/02/02 11/15/02		08/02/02 11/15/02	150,848 87	189,101 81	38,252 94	38,252 94
2,000	TELEFLEX INC	05/22/02 11/15/02		05/22/02 11/15/02	86,689 97	117,053 80	30,363 83	30,363 83
3,189 9969	PARTHUSCEVA INC	03/20/02 11/15/02		03/20/02 11/15/02	17,997 73	25,230 73	7,232 76	7,232 76
256 6664	PARTHUSCEVA INC	03/21/02 11/15/02		03/21/02 11/15/02	1,448 11	2,035 43	587 32	587 32
269 3377	PARTHUSCEVA INC	03/22/02 11/15/02		03/22/02 11/15/02	1,519 60	2,150 79	631 19	631 19
10	PARTHUSCEVA INC	03/22/02 11/15/02		03/22/02 11/15/02	56 42	79 42	23 00	23 00
1,019 999	PARTHUSCEVA INC	03/22/02 11/15/02		03/22/02 11/15/02	5,754 83	8,125 26	2,370 43	2,370 43
29,030	CROW FAMILY HOLDINGS	09/06/02 11/20/02		09/06/02 11/20/02	45,143 70	29,030 00	16,113 70	16,113 70
51,150	EL PASO CORPORATION	10/09/02 11/20/02		10/09/02 11/20/02	506,686 76	274,317 45	232,369 31	232,369 31
82,600	EL PASO CORPORATION	10/09/02 11/20/02		10/09/02 11/20/02	818,227 31	442,983 80	375,243 51	375,243 51
11,640	CONSTELLATION BRANDS INC	05/22/02 11/20/02		05/22/02 11/20/02	277,237 79	322,241 76	45,003 97	45,003 97
1,000	AUTOZONE INC	04/18/02 11/20/02		04/18/02 11/20/02	82,371 61	75,201 00	7,170 61	7,170 61
1,100	CABLEVISION SYSTEMS - CL A	03/20/02 11/19/02		03/20/02 11/19/02	16,638 20	41,414 34	24,776 14	24,776 14

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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Gain/loss period is short
 Disposal method sale

47,000	GENERAL ELECTRIC CO	05/14/02	11/21/02	1,228,885 97	1,462,846 80	233,960 83-
21,600	SUNTRUST BANKS INC	05/23/02	11/21/02	1,315,769 64	1,499,299 20	183,529 56-
20,500	STORAGE TECHNOLOGY CORP	03/14/02	11/21/02	453,042 45	429,680 00	23,362 45-
24,300	STORAGE TECHNOLOGY CORP	03/18/02	11/21/02	537,021 06	522,641 98	14,379 08-
17,200	STORAGE TECHNOLOGY CORP	04/05/02	11/21/02	380,113 67	381,876 11	1,762 44-
700	ANADARKO PETROLEUM CORP	08/16/02	11/21/02	32,414 69	30,009 35	2,405 34
600	FOREST LABS INC CLASS A	08/27/02	11/21/02	62,896 46	44,707 20	18,189 26
500	L-3 COMMUNICATIONS HLDGS INC	06/27/02	11/21/02	22,091 18	27,042 50	4,951 32-
100	L-3 COMMUNICATIONS HLDGS INC	06/28/02	11/21/02	4,418 24	5,510 57	1,092 33-
1,100	L-3 COMMUNICATIONS HLDGS INC	06/27/02	11/21/02	48,600 60	59,229 83	10,629 23-
1,600	CHEVRONTXACO CORPORATION	11/07/02	11/18/02	107,543 80	108,368 00	824 20-
1,000	CABLEVISION SYSTEMS - CL A	03/19/02	11/18/02	15,954 92	38,633 50	22,678 58-
900	CABLEVISION SYSTEMS - CL A	03/20/02	11/18/02	14,359 42	33,884 46	19,525 04-
0	COMCAST CORP-CL A	09/30/02	11/18/02	5 03	04 71	0 32
0 525	COMCAST CORP-CL A	09/10/02	11/18/02	13 21	12 74	0 47
3,632,000	US TREASURY N/B DTD	05/16/02	11/22/02	3,844,812 50	3,537,795 00	307,017 50
616,000	US TREASURY N/B DTD	05/17/02	11/22/02	652,093 75	600,792 50	51,301 25
1,752,000	US TREASURY N/B DTD	05/14/02	11/22/02	1,854,656 25	1,696,702 50	157,953 75
5,789,000	US TREASURY N/B DTD	11/22/02	11/22/02	5,761,411 80	5,720,255 62	41,156 18
2,450	CHEVRONTXACO CORPORATION	02/06/02	11/26/02	164,365 54	202,959 47	38,593 93-
12,200	CHEVRONTXACO CORPORATION	01/29/02	11/26/02	818,473 30	1,047,441 98	228,968 68-
6,500	CHEVRONTXACO CORPORATION	06/17/02	11/26/02	436,071 84	574,000 06	137,928 22-
5,460	SANMINA CORP	10/31/02	11/26/02	25,279 00	17,150 95	8,128 05
1,700	AUTOZONE INC	04/18/02	11/26/02	138,556 53	127,841 70	10,714 83
500	AUTOZONE INC	04/18/02	11/25/02	42,215 77	37,600 50	4,615 27
1,200	AUTOZONE INC	04/18/02	11/25/02	101,317 86	90,241 20	11,076 66

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
7,150	SANMINA CORP	10/31/02 11/27/02	34,921 65	22,459 58	22,459 58	12,462 07
1,700	EL PASO CORPORATION	10/09/02 11/27/02	13,327 56	9,117 10	9,117 10	4,210 46
2,500	EL PASO CORPORATION	10/09/02 11/27/02	19,599 35	13,407 50	13,407 50	6,191 85
8,110	SANMINA CORP	10/31/02 11/27/02	41,139 94	25,475 13	25,475 13	15,664 81
8,792	EL PASO CORPORATION	10/09/02 12/02/02	72,874 65	47,151 50	47,151 50	25,723 15
14,389	EL PASO CORPORATION	10/09/02 12/02/02	119,266 75	77,168 21	77,168 21	42,098 54
1,500	IMC GLOBAL INC	08/19/02 12/02/02	18,271 39	20,158 35	20,158 35	1,886 96-
1,500	IMC GLOBAL INC	08/19/02 12/02/02	18,271 40	20,158 35	20,158 35	1,886 95-
900	IMC GLOBAL INC	08/16/02 12/02/02	10,962 84	11,870 55	11,870 55	907 71-
2,900	L-3 COMMUNICATIONS HLDGS INC	06/27/02 12/03/02	129,726 72	156,151 37	156,151 37	26,424 65-
1,000	PROCTER & GAMBLE CO	07/01/02 12/03/02	83,107 09	90,559 20	90,559 20	7,452 11-
2,200	NOKIA CORP	11/21/02 12/03/02	40,761 25	41,818 92	41,818 92	1,057 67-
3,500	NOKIA CORP	10/17/02 12/03/02	64,847 44	58,081 10	58,081 10	6,766 34
3,267	TIVO INC	10/08/02 12/04/02	16,653 30	11,728 53	11,728 53	4,924 77
8,133	EL PASO CORPORATION	10/09/02 12/04/02	57,047 98	43,617 28	43,617 28	13,430 70
13,311	EL PASO CORPORATION	10/09/02 12/04/02	93,368 45	71,386 89	71,386 89	21,981 56
17,600	SANMINA CORP	10/31/02 12/04/02	73,945 90	55,285 12	55,285 12	18,660 78
9,140	SANMINA CORP	10/31/02 12/04/02	38,401 45	28,710 56	28,710 56	9,690 89
4,376	SANMINA CORP	11/19/02 12/04/02	18,385 63	13,364 31	13,364 31	5,021 32
1,310	SANMINA CORP	11/20/02 12/04/02	5,995 50	3,995 50	3,995 50	1,508 43
1,770	ACTION PERFORMANCE	03/28/02 12/04/02	38,328 01	87,733 59	87,733 59	49,405 58-
3,600	L-3 COMMUNICATIONS HLDGS INC	06/27/02 12/04/02	156,096 69	193,843 08	193,843 08	37,746 39-
700	L-3 COMMUNICATIONS HLDGS INC	08/19/02 12/04/02	30,352 14	35,200 48	35,200 48	4,848 34-
800	L-3 COMMUNICATIONS HLDGS INC	08/19/02 12/04/02	34,688 15	40,229 12	40,229 12	5,540 97-
900	QUALCOMM CORP	10/21/02 12/04/02	35,876 06	33,043 86	33,043 86	2,832 20
200	QUALCOMM CORP	10/16/02 12/04/02	7,972 46	6,886 58	6,886 58	1,085 88
1,000	CLEAR CHANNEL COMMUNICATIONS INC	12/18/01 12/04/02	40,649 27	47,925 10	47,925 10	7,275 83-
2,200	CLEAR CHANNEL COMMUNICATIONS INC	12/18/01 12/04/02	89,428 40	105,435 22	105,435 22	16,006 82-
500	INTERNATIONAL BUSINESS MACHINES CORP	10/21/02 12/04/02	41,623 65	37,661 40	37,661 40	3,962 25
800	INTERNATIONAL BUSINESS MACHINES CORP	11/21/02 12/04/02	66,597 83	66,638 00	66,638 00	40 17-

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ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHAFFEY

01/01/2002 TO 12/31/2002

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
500	INTERNATIONAL BUSINESS MACHINES CORP	10/17/02	12/04/02	41,623 64	36,034 55	5,589 09
1,200	KOHL'S	07/29/02	12/05/02	72,566 49	80,930 76	8,364 27-
2,195,000	TBA FNMA 30 YR DTD 12/1/2002 6 5% 12/1/2032	11/08/02	12/09/02	2,275,168 95	2,273,196 88	1,972 07
17,242,000	TBA FNMA 30 YR DTD 12/1/2002 6 5% 12/1/2032	11/08/02	12/09/02	17,875,104 69	17,856,246 25	18,858 44
7,758,000	TBA FNMA 30 YR DTD 12/1/2002 7% 12/1/2032	11/08/02	12/09/02	8,120,444 06	8,118,019 69	2,424 37
1,150,000	TBA FNMA 30 YR DTD 12/1/2002 6 5% 12/1/2032	11/14/02	12/09/02	1,209,207 03	1,206,242 19	2,964 84
5,300,000	GNSF TBA 30 YR DTD 12/1/2002 6 5% 12/1/2032	11/14/02	12/09/02	5,537,464 84	5,524,421 88	13,042 96
14,500	J C PENNEY CO INC	05/14/02	12/09/02	338,586 49	361,032 60	22,446 11-
10,300	J C PENNEY CO INC	05/10/02	12/09/02	240,513 16	232,519 41	7,993 75
3,300	HARLEY DAVIDSON INC	11/07/02	12/10/02	159,242 97	175,428 00	16,185 03-
3,150	MBNA CORP	02/26/02	12/10/02	63,667 45	70,371 00	6,703 55-
1,600	MEDTRONIC INC	02/26/02	12/10/02	73,548 34	71,294 88	2,253 46
2,900	MEDTRONIC INC	11/07/02	12/10/02	133,306 37	135,800 62	2,494 25-
11,000	DUKE ENERGY CORP	09/25/02	12/10/02	208,301 81	202,327 41	5,974 40
38,400	DUKE ENERGY CORP	09/25/02	12/10/02	727,162 67	704,640 00	22,522 67-
800	DUKE ENERGY CORP	11/07/02	12/10/02	15,149 22	16,501 60	1,352 38-
1,620	CONSTELLATION BRANDS INC	05/22/02	12/10/02	38,104 49	44,848 08	6,743 59-
900	A CLEAR CHANNEL COMMUNICATIONS INC	12/18/01	12/10/02	35,496 73	43,132 59	7,635 86-
3,800	MICRON TECHNOLOGY INC	10/25/02	12/10/02	52,353 67	64,467 38	12,113 71-
21,688	APOLLO REAL ESTATE ADVISORS II L P	12/14/01	12/13/02	38,049 12	21,688 00	16,361 12
800	JEFFERSON PILOT CORP	03/20/02	12/12/02	30,040 21	40,227 04	10,186 83-
19,767 05	SILVER LAKE PARTNERS L P	07/01/02	12/16/02	61,772 03	19,767 05	42,004 98
19,767 05	SILVER LAKE PARTNERS L P	09/13/02	12/16/02	61,772 03	19,767 05	42,004 98
10,105	CONV PFD \$1 8125 SOLECTRON CORP 7 25 %	12/20/01	12/16/02	118,735 21	252,625 00	133,889 79-
1,750	CONV PFD \$1 8125 SOLECTRON CORP 7 25 %	02/26/02	12/16/02	20,562 75	41,708 62	21,145 87-

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ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
24,070	SOLECTRON CORP 7 25 & CONV PFD \$1 8125	12/20/01	12/16/02	282,825 97	601,750 00	318,924 03-
1,500	ALTEL CORP	02/26/02	12/16/02	78,557 43	86,370 00	7,812 57-
1,300	ALTEL CORP	11/07/02	12/16/02	68,083 11	65,131 17	2,951 94-
2,200	AMERICAN INTERNATIONAL GROUP INC	02/26/02	12/16/02	131,426 68	157,212 00	25,785 32-
2,900	AMERICAN INTERNATIONAL GROUP INC	11/07/02	12/16/02	173,244 26	185,861 00	12,616 74-
5,610	AMERISOURCEBERGEN CORP	11/19/02	12/16/02	316,074 70	323,472 60	7,397 90-
5,680	AMERISOURCEBERGEN CORP	05/30/02	12/16/02	320,018 59	447,806 65	127,788 06-
2,220	AMERISOURCEBERGEN CORP	05/29/02	12/16/02	125,077 69	174,642 96	49,565 27-
500	AMERISOURCEBERGEN CORP	11/07/02	12/16/02	28,170 65	35,675 00	7,504 35-
2,990	AMERISOURCEBERGEN CORP	11/19/02	12/16/02	168,460 49	172,403 40	3,942 91-
2,900	ANHEUSER BUSCH COS INC	11/07/02	12/16/02	139,512 47	151,906 35	12,393 88-
3,800	APPLIED MATERIALS INC	02/26/02	12/16/02	52,453 24	83,904 00	31,450 76-
3,400	APPLIED MATERIALS INC	11/07/02	12/16/02	46,931 84	54,400 00	7,468 16-
7,772	BLACK & DECKER CORP	11/19/02	12/16/02	327,024 23	338,362 57	11,338 34-
6,732	C R BARD INC	10/31/02	12/16/02	380,992 79	378,961 78	2,031 01-
9,600	C R BARD INC	04/02/02	12/16/02	543,305 22	570,467 52	27,162 30-
4,068	C R BARD INC	10/31/02	12/16/02	230,225 59	228,998 30	1,227 29-
1,100	CENTURYTEL INC	11/07/02	12/16/02	32,565 62	31,788 79	776 83-
9,163	CENTURYTEL INC	11/19/02	12/16/02	271,271 59	273,478 90	2,207 31-
16,900	CENTURYTEL INC	04/24/02	12/16/02	500,326 31	544,382 80	44,056 49-
3,937	CENTURYTEL INC	11/19/02	12/16/02	116,555 31	117,503 70	948 39-
16,905	CHARTER ONE FINL INC	04/17/02	12/16/02	496,856 77	554,846 25	57,989 48-
4,602	CHARTER ONE FINL INC	08/13/02	12/16/02	135,257 90	148,307 56	13,049 66-
9,993	CHARTER ONE FINL INC	08/13/02	12/16/02	293,705 39	322,042 03	28,336 64-
600	CHARTER ONE FINL INC	11/07/02	12/16/02	17,886 00	17,886 00	251 33-
4,700	EXXON MOBIL CORPORATION	11/07/02	12/16/02	168,034 03	161,053 02	6,981 01-
4,100	FED HOME LOAN MTG CORP	11/07/02	12/16/02	246,543 61	248,460 00	1,916 39-
16,375	FIRST DATA CORP	04/12/02	12/16/02	598,398 13	682,695 03	84,296 90-
2,105	GENERAL DYNAMICS CORP	02/26/02	12/16/02	163,795 63	188,156 69	24,361 06-
700	GENERAL DYNAMICS CORP	11/07/02	12/16/02	54,468 86	57,281 00	2,812 14-
5,695	GENERAL DYNAMICS CORP	02/26/02	12/16/02	443,143 05	509,050 99	65,907 94-
5,000	GENERAL ELECTRIC CO	02/26/02	12/16/02	131,133 04	193,435 50	62,302 46-
4,800	GENERAL ELECTRIC CO	11/07/02	12/16/02	125,887 72	125,136 00	751 72-
1,800	JOHNSON CONTROLS	11/07/02	12/16/02	143,432 46	145,116 00	1,683 54-
7,100	JOHNSON CONTROLS	07/18/02	12/16/02	565,761 35	557,732 69	8,028 66-
9,104	KELLOGG CO	08/06/02	12/16/02	304,047 13	309,424 02	5,376 89-
400	KELLOGG CO	11/07/02	12/16/02	13,358 84	12,784 00	574 84-
14,100	KELLOGG CO	06/25/02	12/16/02	470,899 01	505,200 18	34,301 17-
5,196	KELLOGG CO	08/06/02	12/16/02	173,531 30	176,600 09	3,068 79-

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,300	KIMBERLY CLARK CORP	11/07/02	12/16/02	107,611 92	116,615 52	9,003 60
4,554	LEHMAN BROTHERS HLDGS	01/25/02	12/16/02	254,830 51	292,436 02	37,605 51
1,400	LEHMAN BROTHERS HLDGS	02/26/02	12/16/02	78,340 52	78,904 00	563 48
2,100	LEHMAN BROTHERS HLDGS	11/07/02	12/16/02	117,510 77	119,610 33	2,099 56
9,446	LEHMAN BROTHERS HLDGS	01/25/02	12/16/02	528,574 66	606,576 78	78,002 12
3,355	LOCKHEED MARTIN CORP	03/04/02	12/16/02	166,958 54	191,589 62	24,631 08
1,100	LOCKHEED MARTIN CORP	11/07/02	12/16/02	54,740 51	60,643 00	5,902 49
2,600	MCGRAW HILL INC	11/07/02	12/16/02	154,798 55	169,884 00	15,085 45
1,600	NATIONWIDE FINANCIAL SERV	02/26/02	12/16/02	47,258 09	65,424 00	18,165 91
1,900	NATIONWIDE FINANCIAL SERV	11/07/02	12/16/02	56,118 99	49,894 00	6,224 99
5,100	PIZZER INC	02/26/02	12/16/02	157,985 07	209,500 35	51,515 28
3,589	PINNACLE WEST CAP CORP	05/10/02	12/16/02	112,677 55	154,314 44	41,636 89
800	PINNACLE WEST CAP CORP	11/07/02	12/16/02	25,116 20	23,160 00	1,956 20
4,990	PINNACLE WEST CAP CORP	05/09/02	12/16/02	156,662 30	216,931 77	60,269 47
3,921	PINNACLE WEST CAP CORP	05/10/02	12/16/02	123,100 78	168,589 27	45,488 49
12,474	SBC COMMUNICATIONS INC	11/15/02	12/16/02	338,023 96	309,614 66	28,409 30
700	SOUTHWEST AIRLINES	11/07/02	12/16/02	10,563 73	11,053 00	489 27
10,798	SYSCO CORP	08/13/02	12/16/02	326,274 40	314,940 95	11,333 45
500	SYSCO CORP	11/07/02	12/16/02	15,108 09	15,965 00	856 91
13,220	SYSCO CORP	03/07/02	12/16/02	399,458 02	393,497 27	5,960 75
8,202	SYSCO CORP	08/13/02	12/16/02	247,833 18	239,224 45	8,608 73
785	UNITED PARCEL SERVICE -	02/26/02	12/16/02	50,397 99	44,953 81	5,444 18
2,100	UNITED PARCEL SERVICE -	11/07/02	12/16/02	134,822 66	129,645 60	5,177 06
315	UNITED PARCEL SERVICE -	02/26/02	12/16/02	20,223 40	18,038 79	2,184 61
4,075	UNITED TECHNOLOGIES CORP	03/04/02	12/16/02	249,365 78	308,805 13	59,439 35
6,223	WAL MART STORES INC	05/16/02	12/16/02	320,571 91	363,436 89	42,864 98
1,400	WAL MART STORES INC	11/07/02	12/16/02	72,119 67	75,488 00	3,368 33
11,200	WAL MART STORES INC	03/04/02	12/16/02	576,957 33	703,011 68	126,054 35
4,277	WAL MART STORES INC	05/16/02	12/16/02	220,325 58	249,786 21	29,460 63
1,350	WELLPPOINT HEALTH NETWORKS	04/04/02	12/16/02	94,682 90	87,725 29	6,957 61
400	WELLPPOINT HEALTH NETWORKS	11/07/02	12/16/02	28,054 19	31,524 00	3,469 81
7,047	AIR PRODUCTS & CHEMICALS INC	04/24/02	12/16/02	304,605 85	333,775 52	29,169 67
1,500	AIR PRODUCTS & CHEMICALS INC	11/07/02	12/16/02	64,837 34	66,030 00	1,192 66
12,600	AIR PRODUCTS & CHEMICALS INC	05/16/02	12/16/02	544,633 69	655,172 28	110,538 59

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEBY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
3,700	ALCOA INC	02/26/02	12/16/02	88,886	138,972	50,085
3,800	ALCOA INC	11/07/02	12/16/02	91,289	89,414	1,875
4,052	HOME DEPOT INC	06/18/02	12/16/02	108,517	155,413	46,895
700	HOME DEPOT INC	11/07/02	12/16/02	18,746	19,145	398
19,745	TJX COS INC	02/19/02	12/16/02	399,160	364,406	34,753
2,200	TJX COS INC	02/26/02	12/16/02	44,474	38,445	6,029
1,100	TJX COS INC	05/10/02	12/16/02	22,237	23,858	1,621
4,000	PEPSICO INC	11/07/02	12/16/02	168,403	174,360	5,956
800	PROCTER & GAMBLE CO	11/07/02	12/16/02	69,892	70,454	561
2,403	BANK OF AMERICA CORP	03/19/02	12/16/02	166,768	166,950	182
600	BANK OF AMERICA CORP	11/07/02	12/16/02	41,640	41,016	624
4,800	THE PMI GROUP INC	11/07/02	12/16/02	145,401	144,373	1,028
4,264	WASHINGTON MUTUAL INC	02/11/02	12/16/02	154,306	139,381	14,925
7,404	WASHINGTON MUTUAL INC	02/19/02	12/16/02	267,938	240,572	27,366
1,400	WASHINGTON MUTUAL INC	02/26/02	12/16/02	50,663	45,696	4,967
14,700	WASHINGTON MUTUAL INC	04/24/02	12/16/02	531,968	549,807	17,839
2,600	WASHINGTON MUTUAL INC	11/07/02	12/16/02	94,089	93,912	177
9,232	WASHINGTON MUTUAL INC	02/11/02	12/16/02	334,090	301,775	32,314
2,000	INTEL CORP	02/26/02	12/16/02	35,815	60,720	24,904
3,900	INTEL CORP	11/07/02	12/16/02	69,841	72,111	2,269
1,100	IMC GLOBAL INC	08/16/02	12/16/02	12,473	14,508	2,034
2,400	AGILENT TECHNOLOGIES INC	11/07/02	12/16/02	41,781	35,160	6,621
1,190	CABLEVISION SYSTEMS - CL A	03/19/02	12/16/02	19,129	27,170	8,040
6,841	TALISMAN ENERGY	11/18/02	12/16/02	249,345	240,829	8,515
4,313	TALISMAN ENERGY	11/19/02	12/16/02	157,203	152,199	5,003
16,000	TALISMAN ENERGY	10/31/02	12/16/02	583,179	584,267	1,087
6,646	TALISMAN ENERGY	11/19/02	12/16/02	242,238	234,528	7,710
1,400	IMC GLOBAL INC	08/14/02	12/17/02	15,679	17,556	1,877
1,400	IMC GLOBAL INC	08/16/02	12/17/02	15,679	18,465	2,786
400	IMC GLOBAL INC	08/15/02	12/17/02	4,479	5,190	710
1,700	IMC GLOBAL INC	08/13/02	12/17/02	19,039	20,717	1,677
500	ELECTRONIC ARTS	10/24/02	12/17/02	28,658	34,079	5,420
1,000	ELECTRONIC ARTS	10/25/02	12/17/02	57,316	66,903	9,587
29,520	CROW FAMILY HOLDINGS	03/08/02	12/18/02	42,438	29,520	12,918
5,702	NORTHWESTERN CORPORATION	10/03/02	12/18/02	30,343	50,234	19,890
10,978	NORTHWESTERN CORPORATION	10/02/02	12/18/02	58,420	96,057	37,636
1,490	ALLIANT ENERGY CORP	05/22/02	12/18/02	22,971	41,326	18,354

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 The PEM MEMORIAL TRUST
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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
300	ELECTRONIC ARTS	10/25/02	12/18/02	17,007 72	20,070 96	3,063 24-
1,800	ELECTRONIC ARTS	10/10/02	12/18/02	102,046 30	118,543 14	16,496 84-
1,900	MICRON TECHNOLOGY INC	10/25/02	12/18/02	20,804 37	32,233 69	11,429 32-
2,300	ELECTRONIC ARTS	10/10/02	12/18/02	131,538 32	151,471 79	19,933 47-
6,100	MICRON TECHNOLOGY INC	10/25/02	12/18/02	62,614 60	103,487 11	40,872 51-
700	MICRON TECHNOLOGY INC	10/25/02	12/18/02	7,185 28	11,875 57	4,690 29-
2,900	MICRON TECHNOLOGY INC	10/25/02	12/18/02	30,604 80	49,198 79	18,593 99-
6,200	IMC GLOBAL INC	08/13/02	12/18/02	67,894 76	75,556 30	7,661 54-
137,391 54	APOLLO REAL ESTATE MANAGEMENT IV LP	10/02/02	12/20/02	229,922 22	137,391 54	92,530 68
27,000	BANKNORTH GROUP INC	07/11/02	12/20/02	609,371 57	668,776 51	59,404 94-
9,400	BANKNORTH GROUP INC	02/06/02	12/20/02	212,151 58	220,406 50	8,254 92-
13,000	WYETH	06/13/02	12/20/02	490,688 40	682,818 50	192,130 10-
10,150	WYETH	07/24/02	12/20/02	383,114 40	334,317 66	48,796 74-
5,175	WYETH	07/30/02	12/20/02	195,331 73	202,071 33	6,739 60-
16,825	WYETH	12/16/02	12/20/02	635,064 02	648,952 03	13,888 01-
1,900	IMC GLOBAL INC	08/14/02	12/20/02	20,664 34	23,048 71	2,384 37-
4,300	NOKIA CORP	10/17/02	12/19/02	69,347 87	71,356 78	2,008 91-
1,700	IMC GLOBAL INC	08/13/02	12/19/02	18,543 72	20,717 05	2,173 33-
2,900	IMC GLOBAL INC	08/14/02	12/19/02	31,633 40	35,179 61	3,546 21-
5,800	MICRON TECHNOLOGY INC	10/25/02	12/19/02	57,992 44	98,397 58	40,405 14-
2,400	MICRON TECHNOLOGY INC	10/25/02	12/19/02	23,980 79	40,716 24	16,735 45-
6,100	NOKIA CORP	10/17/02	12/19/02	98,377 22	101,227 06	2,849 84-
11,200	NOKIA CORP	10/17/02	12/19/02	180,627 02	185,859 52	5,232 50-
68,676 63	CHARTERHOUSE EQUITY PARTNERS III LP	06/13/02	12/24/02	68,676 63	68,676 63	0 00
1,100	MICHAEL'S STORES INC	10/10/02	12/26/02	35,249 86	43,910 46	8,660 60-
100	MICHAEL'S STORES INC	10/08/02	12/27/02	3,174 90	3,979 52	804 62-
900	MICHAEL'S STORES INC	10/08/02	12/27/02	28,058 99	35,815 68	7,756 69-
1,900	MICHAEL'S STORES INC	11/27/02	12/31/02	59,228 81	70,062 31	10,833 50-
200	MICHAEL'S STORES INC	12/03/02	12/31/02	6,234 61	7,565 66	1,331 05-
24,829	JAFECO AMERICA TECHNOLOGY FD III LP	07/15/02	12/31/02	23,581 60	24,829 00	1,247 40-
35,287 09	DLJ MERCHANT BANKING III LP	11/15/02	12/30/02	35,506 81	35,287 09	219 72

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
100	MICHAELS STORES INC	10/08/02	12/30/02	3,082 41	3,979 52	897 11-
1,200	MICHAELS STORES INC	10/09/02	12/30/02	36,988 88	47,737 44	10,748 56-
1,000	MICHAELS STORES INC	10/09/02	12/30/02	30,814 07	39,781 20	8,967 13-
4,600	MICHAELS STORES INC	10/09/02	12/30/02	141,725 40	182,993 52	41,268 12-
200	MICHAELS STORES INC	10/09/02	12/30/02	6,161 97	7,867 72	1,705 75-
2,500	MICHAELS STORES INC	12/03/02	12/30/02	77,024 68	94,570 75	17,546 07-
37,682	WESTBROOK REAL EST FD II LP MANAGEMENT	07/05/02	12/30/02	49,678 39	37,682 00	11,996 39

Gain/loss period is short						
306,339 05	DLJ MERCHANT BANKING III LP	11/21/02	12/30/02	308,246 53	306,339 05	1,907 48

Total for disposal method sale						
				458,956,602 76	491,059,168 34	32,102,565 58-

Total for gain/loss period short						
				462,244,113 70	494,383,777 95	32,139,664 25-

Gain/loss period is long						

0	FHLMC GR#18-4176 DTD 9/1/1979 7 25% 9/1/2009	09/15/89	01/15/02	1,214 36	1,114 94	99 42
0	FHLMC GR#18-4879 DTD 7/1/1983 7 75% 12/1/2006	04/11/88	01/15/02	1,016 85	943 13	73 72
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/30/92	01/15/02	27,309 80	27,056 84	252 96
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	01/05/95	01/15/02	1,593 84	1,548 86	44 98
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/26/98	01/15/02	383 04	399 31	16 27-
0	FHLMC GOLD #B70037 DTD 12/1/1991 9 5% 6/1/2020	04/16/93	01/15/02	74 81	81 23	6 42-
0	GNMA #388164 DTD 3/1/1994 7 5% 3/15/2024	01/17/95	01/15/02	241 28	223 64	17 64
0	GNMA #366782 DTD 5/1/1994 7% 5/15/2024	01/24/95	01/15/02	71,830 93	64,356 02	7,474 91
0	FHLMC GR#25-5698 DTD 8/1/1985 7 75% 5/1/2008	11/07/95	01/15/02	947 79	979 77	31 98-
0	FHLMC GOLD #D65025 DTD 10/1/1995 9% 5/1/2025	07/10/96	01/15/02	739 67	772 03	32 36-
0	FHLMC GOLD #A01668 DTD 12/1/1996 8 25% 5/1/2017	12/05/96	01/15/02	8,097 27	8,437 61	340 34-
0	FHLMC GOLD #G00802 DTD 11/1/1997 6 5% 11/1/2025	11/03/97	01/15/02	251,788 56	247,539 62	4,248 94

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #G10753 DTD	01/28/98	01/15/02	1,490 73	1,504 24	13 51-
0	FHLMC GOLD #G10753 DTD	05/21/98	01/15/02	1,812 57	1,825 60	13 03-
0	FHLMC GOLD #G10753 DTD	08/17/00	01/15/02	313 06	304 55	8 51
0	FHLMC GOLD #G00803 DTD	11/03/97	01/15/02	637 60	653 94	16 34-
0	FHLMC GOLD #G00803 DTD	01/28/98	01/15/02	637 60	658 52	20 92-
0	FHLMC GOLD #G00803 DTD	06/19/98	01/15/02	251 22	257 18	5 96-
0	FHLMC GOLD #G00804 DTD	11/03/97	01/15/02	40,627 01	42,556 80	1,929 79-
0	FHLMC GOLD #G00804 DTD	06/19/98	01/15/02	656 96	679 55	22 59-
0	FHLMC GOLD #G00806 DTD	10/03/97	01/15/02	5,174 54	5,558 60	384 06-
0	FHLMC GOLD #G00805 DTD	11/03/97	01/15/02	2,506 65	2,661 35	154 70-
0	FHLMC GOLD #G00805 DTD	06/19/98	01/15/02	40 31	42 07	1 76-
0	FHLMC #555357 DTD	11/03/97	01/15/02	3,668 96	4,025 55	356 59-
0	FHLMC #555357 DTD	06/19/98	01/15/02	221 37	240 70	19 33-
0	FHLMC #555359 DTD	11/03/97	01/15/02	1,933 32	1,930 90	2 42
0	FHLMC #555359 DTD	06/19/98	01/15/02	134 72	135 48	0 76-
0	FHLMC #555350 DTD	11/03/97	01/15/02	3,331 07	3,292 55	38 52
0	FHLMC GOLD #G00807 DTD	11/03/97	01/15/02	10,343 44	11,112 73	769 29-
0	FHLMC GOLD #G00807 DTD	06/19/98	01/15/02	151 22	162 23	11 01-
0	FHLMC GOLD #D78101 DTD	01/12/99	01/15/02	90,903 47	95,335 01	4,431 54-
0	GNMA #451439 DTD	06/15/00	01/15/02	55,533 76	55,360 22	173 54

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Gain/loss period is long disposal method redemption

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	GNMA #433241 DTD 1/1/1997	06/15/00	01/15/02	50,748 14	50,581 62	166 52
0	GNMA #458709 DTD 7 5% 1/15/2027	06/15/00	01/15/02	68,597 32	68,372 24	225 08
0	GNMA #448687 DTD 9/1/1997	06/15/00	01/15/02	29,568 29	29,471 26	97 03
0	GNMA #459979 DTD 7 5% 9/15/2027	06/15/00	01/15/02	741 04	738 61	2 43
0	GNMA #434877 DTD 9/1/2000	08/31/00	01/15/02	158,225 56	163,738 74	5,513 18-
0	FHLMC GOLD #D71783 DTD 05/21/98	01/15/02	01/15/02	3,466 96	3,603 47	136 51-
0	FHLMC GOLD #D71783 DTD 5/1/1996	8% 12/1/2024	06/19/98	2,452 63	2,536 94	84 31-
0	FHLMC GOLD #D71783 DTD 5/1/1996	8% 12/1/2024	08/17/00	983 63	992 54	8 91-
0	FHLMC GOLD #D71783 DTD 10/18/00	01/15/02	10/18/00	1,967 25	2,007 83	40 58-
0	FNMA #50207 DTD 6/1/1989	10/13/89	01/25/02	732 59	756 40	23 81-
0	10 5% 6/1/2004	FNMA #50207 DTD 6/1/1989	11/27/89	30 89	32 03	1 14-
0	10 5% 6/1/2004	FNMA #45685 DTD 4/1/1987	05/21/98	490 85	525 52	34 67-
0	10% 4/1/2016	FNMA #166121 DTD 7/1/1992	07/25/94	24,131 09	24,851 25	720 16-
0	9% 6/1/2020	FNMA #166124 DTD 7/1/1992	06/14/94	1,428 49	1,545 90	117 41-
0	10% 1/1/2020	FNMA #287152 DTD 6/1/1994	05/21/98	5,678 91	5,859 92	181 01-
0	7 5% 6/1/2009	FNMA #287152 DTD 6/1/1994	06/19/98	2,271 19	2,333 65	62 46-
0	7 5% 6/1/2009	FNMA #288864 DTD 7/1/1994	06/22/94	51 84	51 56	0 28
0	8% 7/1/2024	FNMA #287809 DTD 6/1/1994	07/29/94	1,080 82	1,076 77	4 05
0	7% 3/1/2004	FNMA #290902 DTD 8/1/1994	05/21/98	39 45	40 54	1 09-
0	8% 8/1/2024	FNMA #22355 DTD 12/1/1985	04/25/95	7,782 74	7,686 67	96 07

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFPEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #316218 DTD 6/1/1995	06/21/95	01/25/02	898 48	875 74	22 74
0	FNMA #44097 DTD 6/1/1991	12/05/96	01/25/02	21,203 30	21,266 25	62 95-
0	FNMA #44097 DTD 6/1/1991	11/30/95	01/25/02	26,288 17	26,551 05	262 88-
0	FNMA #336554 DTD 1/1/1996	05/21/98	01/25/02	223 65	231 75	8 10-
0	FNMA #336554 DTD 1/1/1996	06/19/98	01/25/02	119 70	124 71	5 01-
0	FNMA #336554 DTD 1/1/1996	08/17/00	01/25/02	18 39	18 86	0 47-
0	FNMA #363680 DTD 8 5% 11/1/2019	08/21/96	01/25/02	100,220 87	101,129 12	908 25-
0	FNMA #1405 DTD 1/1/1983	12/05/96	01/25/02	3,094 93	3,088 17	6 76
0	FNMA #368076 DTD 6 25% 4/1/2004	12/09/96	01/25/02	40,687 15	41,450 03	762 88-
0	FNMA #365834 DTD 12/1/1996 8% 11/1/2025	12/05/96	01/25/02	43,050 67	43,397 10	346 43-
0	8% 6/1/2027 FNMA #390895 DTD 6/1/1997	06/17/97	01/25/02	31,395 95	32,023 87	627 92-
0	FNMA #313796 DTD 10/1/1997 9 5% 2/1/2021	10/17/97	01/25/02	2,139 24	2,341 88	202 64-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	10/17/97	01/25/02	227 84	237 81	9 97-
0	FNMA #13800 DTD 10/1/1997 8 5% 8/1/2019	10/17/97	01/25/02	54,297 42	57,578 60	3,281 18-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	01/28/98	01/25/02	322 19	337 99	15 80-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/18/00	01/25/02	1,351 83	1,390 85	39 02-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/17/97	01/25/02	23,572 31	24,761 06	1,188 75-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	01/25/02	787 03	809 90	22 87-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	10/17/97	01/25/02	54,975 28	56,699 70	1,724 42-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	01/28/98	01/25/02	5,421 41	5,589 13	167 72-

Gain/loss period is long
 Disposal method redemption

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	10/17/97	01/25/02	22,016 89	22,268 88	251 99-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	06/19/98	01/25/02	535 35	541 70	6 35-
0	FNMA #313814 DTD 10/1/1997 6% 6/1/2021	10/17/97	01/25/02	3,260 30	3,244 63	15 67
0	FNMA #313815 DTD 10/1/1997 6% 5% 1/1/2011	10/17/97	01/25/02	17,606 00	17,600 50	5 50
0	FNMA #313815 DTD 10/1/1997 6% 5% 1/1/2011	01/28/98	01/25/02	1,677 95	1,679 52	1 57-
0	FNMA #313815 DTD 10/1/1997 6% 5% 1/1/2011	03/26/98	01/25/02	125 67	126 45	0 78-
0	FNMA #313815 DTD 10/1/1997 6% 5% 1/1/2011	05/21/98	01/25/02	4,331 64	4,364 13	32 49-
0	FNMA #313815 DTD 10/1/1997 6% 5% 1/1/2011	06/19/98	01/25/02	1,293 58	1,298 44	4 86-
0	FNMA #313815 DTD 10/1/1997 6% 5% 1/1/2011	08/17/00	01/25/02	184 79	179 77	5 02
0	FNMA #313815 DTD 10/1/1997 6% 5% 1/1/2011	10/18/00	01/25/02	1,966 24	1,950 39	15 85
0	FNMA #518567 DTD 10/1/1999 7% 5% 10/1/2029	11/07/99	01/25/02	5,166 19	5,158 12	8 07
0	FNMA #518567 DTD 10/1/1999 7% 5% 10/1/2029	08/17/00	01/25/02	2,883 80	2,863 07	20 73
0	FNMA #509653 DTD 9/1/1999	10/07/99	01/25/02	235 65	235 28	0 37
0	FNMA #511205 DTD 9/1/1999	10/07/99	01/25/02	17,040 61	17,013 98	26 63
0	BEAR STEARNS 95-1 IA DTD 4/1/1995 6 47% 5/25/2010	04/06/95	01/25/02	129,759 86	123,588 84	6,171 02
0	BEAR STEARNS 95-1 IA DTD 4/1/1995 6 47% 5/25/2010	12/19/96	01/25/02	94,071 49	93,529 35	542 14
0	BEAR STEARNS 95-1 IA DTD 4/1/1995 6 47% 5/25/2010	05/21/98	01/25/02	2,939 73	2,994 03	54 30-
0	BEAR STEARNS 95-1 IA DTD 4/1/1995 6 47% 5/25/2010	06/19/98	01/25/02	5,144 54	5,243 73	99 19-
0	BEAR STEARNS 95-1 IA DTD 4/1/1995 6 47% 5/25/2010	08/17/00	01/25/02	514 45	503 84	10 61
0	BEAR STEARNS 95-1 IA DTD 4/1/1995 6 47% 5/25/2010	10/18/00	01/25/02	2,204 80	2,201 76	3 04

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5% 6/25/2013	02/25/98 01/25/02	02/25/98 01/25/02	262,779 25	261,054 76	1,724 49
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5% 6/25/2013	05/21/98 01/25/02	05/21/98 01/25/02	3,167 80	3,177 89	10 09-
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5% 6/25/2013	06/19/98 01/25/02	06/19/98 01/25/02	473 69	473 58	0 11
0	CHASE 1993-M A5 DTD 11/25/2009 11/1/1993 6 25%	12/11/97 01/25/02	12/11/97 01/25/02	203,345 72	202,265 45	1,080 27
0	PNC MORTGAGE SECURITIES CORP 1998-11 2A1DTP 10/1/1998 6 5% 11/25/2013	04/06/00 01/25/02	04/06/00 01/25/02	698,131 71	669,224 69	28,907 02
0	PNC MORTGAGE SECURITIES CORP 1998-11 2A1DTP 10/1/1998 6 5% 11/25/2013	08/17/00 01/25/02	08/17/00 01/25/02	1,678 64	1,624 43	54 21
0	PNC MORTGAGE SECURITIES CORP 1998-11 2A1DTP 10/1/1998 6 5% 11/25/2013	10/18/00 01/25/02	10/18/00 01/25/02	13,973 57	13,732 54	241 03
0	FHLMC GR#18-4176 DTD 9/1/1979 7 25% 9/1/2009	09/15/89 02/15/02	09/15/89 02/15/02	19,880 23	18,252 54	1,627 69
0	FHLMC GR#18-4879 DTD 7/1/1983 7 75% 12/1/2006	04/11/88 02/15/02	04/11/88 02/15/02	1,024 34	950 07	74 27
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/30/92 02/15/02	03/30/92 02/15/02	23,397 76	23,181 03	216 73
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	01/05/95 02/15/02	01/05/95 02/15/02	1,365 53	1,326 99	38 54
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/26/98 02/15/02	03/26/98 02/15/02	328 17	342 11	13 94-
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	01/23/01 02/15/02	01/23/01 02/15/02	1,986 87	2,046 79	59 92-
0	FHLMC GOLD #B70037 DTD 12/1/1991 9 5% 6/1/2020	04/16/93 02/15/02	04/16/93 02/15/02	75 47	81 94	6 47-
0	GNMA #388164 DTD 3/1/1994 7 5% 3/15/2024	01/17/95 02/15/02	01/17/95 02/15/02	242 89	225 13	17 76
0	GNMA #366782 DTD 5/1/1994 7% 5/15/2024	01/24/95 02/15/02	01/24/95 02/15/02	78,311 00	70,161 76	8,149 24
0	FHLMC GR#25-5698 DTD 8/1/1985 7 75% 5/1/2008	11/07/95 02/15/02	11/07/95 02/15/02	4,595 74	4,750 85	155 11-

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #D65025 DTD	07/10/96	02/15/02	722 32	753 92	31 60-
0	FHLMC GOLD #A01668 DTD	10/1/95	9% 5/1/2025			
0	FHLMC GOLD #A01668 DTD	12/1/1996	8 25% 5/1/2017	2,657 17	2,768 85	111 68-
0	FHLMC GOLD #G00802 DTD	11/1/1997	6 5% 11/1/2025	220,770 46	217,044 96	3,725 50
0	FHLMC GOLD #G00802 DTD	01/23/01	02/15/02	2,890 44	2,866 95	23 49
0	FHLMC GOLD #G10753 DTD	11/1/1997	6 5% 11/1/2025			
0	FHLMC GOLD #G10753 DTD	01/28/98	02/15/02	2,836 55	2,862 25	25 70-
0	FHLMC GOLD #G10753 DTD	11/1/1997	6 5% 9/1/2009	3,448 94	3,473 73	24 79-
0	FHLMC GOLD #G10753 DTD	11/1/1997	6 5% 9/1/2009	595 69	579 50	16 19
0	FHLMC GOLD #G00804 DTD	11/03/97	02/15/02	61,107 23	64,009 83	2,902 60-
0	FHLMC GOLD #G00804 DTD	06/19/98	02/15/02	988 15	1,022 11	33 96-
0	FHLMC GOLD #G00803 DTD	11/03/97	02/15/02	93,054 19	95,438 70	2,384 51-
0	FHLMC GOLD #G00803 DTD	11/03/97	02/15/02	604 56	620 05	15 49-
0	FHLMC GOLD #G00803 DTD	01/28/98	02/15/02	604 56	624 39	19 83-
0	FHLMC GOLD #G00803 DTD	11/1/1997	7 5% 1/1/2023			
0	FHLMC GOLD #G00803 DTD	11/1/1997	7 5% 1/1/2023	238 19	243 85	5 66-
0	FHLMC GOLD #G00805 DTD	11/03/97	02/15/02	2,866 82	3,043 76	176 94-
0	FHLMC GOLD #G00805 DTD	06/19/98	02/15/02	46 11	48 11	2 00-
0	FHLMC GOLD #G00805 DTD	11/03/97	02/15/02	933 57	971 21	37 64-
0	FHLMC #555357 DTD	11/03/97	02/15/02	3,111 68	3,414 10	302 42-
0	FHLMC #555357 DTD	06/19/98	02/15/02	187 74	204 14	16 40-
0	FHLMC #555359 DTD	11/03/97	02/15/02	1,725 01	1,722 85	2 16
0	FHLMC #555359 DTD	06/19/98	02/15/02	120 20	120 88	0 68-

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Gain/loss period is long disposal method redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 JAMES BELANGER ADMINISTRATOR
 STEVE LEHMAN INV OFFICER
 FRANCIS MEHARFEY TAX OFFICER

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FHLMC #555350 DTD 11/03/97 02/15/02	11/03/97	02/15/02	929 88	919 13	10 75
0	FHLMC GOLD #G00807 DTD 11/1/1997 6% 11/1/2008	11/03/97	02/15/02	6,334 79	6,805 94	471 15-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	11/03/97	02/15/02	6,334 79	6,805 94	471 15-
0	FHLMC GOLD #D78101 DTD 11/1/1997 9 5% 3/1/2021	06/19/98	02/15/02	92 61	99 35	6 74-
0	FHLMC GOLD #D78101 DTD 2/1/1997 8 5% 2/1/2027	01/12/99	02/15/02	1,146 83	1,202 74	55 91-
0	GNMA #451439 DTD 9/1/1997 7 5% 9/15/2027	06/15/00	02/15/02	55,551 47	55,377 87	173 60
0	GNMA #433241 DTD 1/1/1997 7 5% 1/15/2027	06/15/00	02/15/02	21,650 93	21,579 89	71 04
0	GNMA #458709 DTD 7 5% 1/15/2027	06/15/00	02/15/02	55,330 86	55,149 30	181 56
0	GNMA #448687 DTD 9/1/1997 7 5% 9/15/2027	06/15/00	02/15/02	22,669 96	22,595 57	74 39
0	GNMA #459979 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	02/15/02	771 04	768 51	2 53
0	GNMA #434877 DTD 9/1/2000 9% 9/15/2030	08/31/00	02/15/02	142,729 79	147,703 03	4,973 24-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	05/21/98	02/15/02	9,329 21	9,696 56	367 35-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	06/19/98	02/15/02	6,599 75	6,826 62	226 87-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	08/17/00	02/15/02	2,646 83	2,670 82	23 99-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	10/18/00	02/15/02	5,293 67	5,402 84	109 17-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	01/23/01	02/15/02	7,175 50	7,391 88	216 38-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	10/13/89	02/25/02	576 96	595 72	18 76-
0	FHLMC GOLD #D71783 DTD 10 5% 6/1/2004	11/27/89	02/25/02	24 33	25 22	0 89-
0	FHLMC GOLD #D71783 DTD 10 5% 6/1/2004	05/21/98	02/25/02	495 34	530 32	24 98-
0	FHLMC GOLD #D71783 DTD 10% 4/1/2016	07/25/94	02/25/02	72,760 29	74,931 73	2,171 44-
0	FHLMC GOLD #D71783 DTD 9% 6/1/2020	06/14/94	02/25/02	1,832 30	1,982 89	150 59-

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Gain/loss period is long
 Disposal method is redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARBEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #287152 DTD 6/1/1994	05/21/98	02/25/02	15,992 57	16,502 33	509 76-
0	FNMA #287152 DTD 6/1/1994	06/19/98	02/25/02	6,395 99	6,571 88	175 89-
0	FNMA #288864 DTD 7/1/1994	06/22/94	02/25/02	52 19	51 92	0 27
0	FNMA #287809 DTD 6/1/1994	07/29/94	02/25/02	921 64	918 18	3 46
0	FNMA #290902 DTD 8/1/1994	05/21/98	02/25/02	50 66	52 05	1 39-
0	FNMA #22355 DTD 12/1/1985	04/25/95	02/25/02	5,140 69	5,077 24	63 45
0	FNMA #316218 DTD 6/1/1995	06/21/95	02/25/02	1,403 80	1,368 27	35 53
0	FNMA #44097 DTD 6/1/1991	12/05/96	02/25/02	20,294 87	20,355 12	60 25-
0	FNMA #44097 DTD 6/1/1991	11/30/95	02/25/02	25,161 88	25,413 50	251 62-
0	FNMA #336554 DTD 1/1/1996	05/21/98	02/25/02	201 44	208 75	7 31-
0	FNMA #336554 DTD 1/1/1996	06/19/98	02/25/02	107 82	112 33	4 51-
0	FNMA #336554 DTD 1/1/1996	08/17/00	02/25/02	16 57	16 99	0 42-
0	FNMA #363680 DTD 11/1/2019	08/21/96	02/25/02	237,952 48	240,108 92	2,156 44-
0	FNMA #1405 DTD 1/1/1983	12/05/96	02/25/02	2,770 16	2,764 10	6 06
0	FNMA #365834 DTD 6 25% 4/1/2004	12/05/96	02/25/02	132,911 38	133,980 90	1,069 52-
0	FNMA #368076 DTD 12/1/1996 8% 12/1/2026	12/09/96	02/25/02	528 55	538 46	9 91-
0	FNMA #390895 DTD 6/1/1997 8% 6/1/2027	06/17/97	02/25/02	21,414 15	21,842 43	428 28-
0	FNMA #313796 DTD 10/1/1997 9 5% 2/1/2021	10/17/97	02/25/02	22,418 35	24,541 96	2,123 61-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	10/17/97	02/25/02	14,235 06	15,197 04	961 98-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	06/19/98	02/25/02	149 14	155 66	6 52-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/17/97	02/25/02	91,482 20	97,010 44	5,528 24-

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Gain/loss period is long
 Disposal method redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	01/28/98	02/25/02	542 83	569 46	26 63-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/18/00	02/25/02	2,277 62	2,343 35	65 73-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/17/97	02/25/02	25,990 68	27,301 38	1,310 70-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	02/25/02	867 77	892 99	25 22-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	10/17/97	02/25/02	18,274 77	18,848 00	573 23-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	01/28/98	02/25/02	1,802 17	1,857 93	55 76-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	10/17/97	02/25/02	21,484 81	21,730 71	245 90-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	06/19/98	02/25/02	522 41	528 61	6 20-
0	FNMA #313814 DTD 10/1/1997 6 5% 6/1/2021	10/17/97	02/25/02	2,961 64	2,947 41	14 23
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/17/97	02/25/02	22,378 86	22,371 87	6 99
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	02/25/02	2,132 83	2,134 83	2 00-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	02/25/02	159 73	160 73	1 00-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98	02/25/02	5,505 92	5,547 21	41 29-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98	02/25/02	1,644 27	1,650 43	6 16-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00	02/25/02	234 89	228 50	6 39
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00	02/25/02	2,499 27	2,479 12	20 15
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99	02/25/02	2,408 63	2,404 87	3 76
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00	02/25/02	1,344 52	1,334 85	9 67
0	FNMA #509653 DTD 9/1/1999	10/07/99	02/25/02	227 53	227 18	0 35
0	FNMA #511205 DTD 9/1/1999	10/07/99	02/25/02	154 56	154 32	0 24

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	PNC MORTGAGE SECURITIES	04/06/00	02/25/02	474,047 46	454,418 95	19,628 51
0	CORP 1998-11 2A1DTD	10/1/1998	6 5% 11/25/2013			
0	PNC MORTGAGE SECURITIES	08/17/00	02/25/02	1,139 84	1,103 03	36 81
0	CORP 1998-11 2A1DTD	10/1/1998	6 5% 11/25/2013			
0	PNC MORTGAGE SECURITIES	10/18/00	02/25/02	9,488 38	9,324 71	163 67
0	CORP 1998-11 2A1DTD	10/1/1998	6 5% 11/25/2013			
0	PNC MORTGAGE SECURITIES	01/23/01	02/25/02	7,516 76	7,536 45	19 69-
0	CORP 1998-11 2A1DTD	10/1/1998	6 5% 11/25/2013			
0	COUNTRYWIDE 6 5 6/25/13	02/25/98	02/25/02	138,776 70	137,865 98	910 72
0	DTD 4/1/1998 6 5%					
0	COUNTRYWIDE 6 5 6/25/13	05/21/98	02/25/02	1,672 95	1,678 28	5 33-
0	DTD 4/1/1998 6 5%					
0	COUNTRYWIDE 6 5 6/25/13	06/19/98	02/25/02	250 16	250 11	0 05
0	DTD 4/1/1998 6 5%					
0	CHASE 1993-M A5 DTD	12/11/97	02/25/02	196,226 41	195,183 95	1,042 46
0	11/1/1993 6 25%					
0	11/25/2009					
0	BEAR STEARNS 95-1 1A DTD	04/06/95	02/25/02	93,565 50	89,115 79	4,449 71
0	BEAR STEARNS 95-1 1A DTD	12/19/96	02/25/02	67,831 81	67,440 89	390 92
0	BEAR STEARNS 95-1 1A DTD	05/21/98	02/25/02	2,119 74	2,158 89	39 15-
0	BEAR STEARNS 95-1 1A DTD	06/19/98	02/25/02	3,709 55	3,781 07	71 52-
0	BEAR STEARNS 95-1 1A DTD	08/17/00	02/25/02	370 96	363 30	7 66
0	BEAR STEARNS 95-1 1A DTD	10/18/00	02/25/02	1,589 81	1,587 62	2 19
0	BEAR STEARNS 95-1 1A DTD	01/23/01	02/25/02	2,649 68	2,659 41	9 73-
0	4/1/1995 6 47% 5/25/2010					
0	FHLMC GR#18-4176 DTD	09/15/89	03/15/02	4,978 37	4,570 77	407 60

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GR#18-4879 DTD	04/11/88	03/15/02	1,031 66	956 86	74 80
0	FHLMC GOLD #C00109 DTD	03/30/92	03/15/02	25,096 00	24,863 54	232 46
0	FHLMC GOLD #C00109 DTD	01/05/95	03/15/02	1,464 64	1,423 31	41 33
0	FHLMC GOLD #C00109 DTD	03/26/98	03/15/02	351 99	366 94	14 95-
0	FHLMC GOLD #C00109 DTD	01/23/01	03/15/02	2,131 08	2,195 35	64 27-
0	FHLMC GOLD #B70037 DTD	04/16/93	03/15/02	75 98	82 50	6 52-
0	GNMA #388164 DTD 3/1/1994	01/17/95	03/15/02	256 99	238 20	18 79
0	GNMA #366782 DTD 5/1/1994	01/24/95	03/15/02	22,859 93	20,481 07	2,378 86
0	FHLMC GR#25-5698 DTD	11/07/95	03/15/02	935 83	967 41	31 58-
0	FHLMC GOLD #D71783 DTD	05/21/98	03/15/02	317 34	329 84	12 50-
0	FHLMC GOLD #D71783 DTD	06/19/98	03/15/02	224 50	232 22	7 72-
0	FHLMC GOLD #D71783 DTD	08/17/00	03/15/02	90 04	90 85	0 81-
0	FHLMC GOLD #D71783 DTD	10/18/00	03/15/02	180 07	183 78	3 71-
0	FHLMC GOLD #D71783 DTD	01/23/01	03/15/02	244 08	251 44	7 36-
0	FHLMC GOLD #D5025 DTD	07/10/96	03/15/02	800 95	836 00	35 05-
0	FHLMC GOLD #A01668 DTD	12/05/96	03/15/02	5,102 14	5,316 58	214 44-
0	FHLMC GOLD #G10753 DTD	01/28/98	03/15/02	1,614 79	1,629 42	14 63-
0	FHLMC GOLD #G10753 DTD	05/21/98	03/15/02	1,963 41	1,977 52	14 11-
0	FHLMC GOLD #G10753 DTD	08/17/00	03/15/02	339 11	329 90	9 21
0	FHLMC GOLD #G00802 DTD	11/03/97	03/15/02	230,114 28	226,231 10	3,883 18
0	FHLMC GOLD #G00802 DTD	01/23/01	03/15/02	3,012 77	2,988 29	24 48

Gain/loss period is long
 Disposal method redemption

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The BEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020	11/03/97	03/15/02	56,092 54	58,756 93	2,664 39-
0	FHLMC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020	06/19/98	03/15/02	907 05	938 23	51 18-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	03/15/02	94,222 39	96,636 84	2,414 45-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	03/15/02	612 15	627 83	15 68-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	01/28/98	03/15/02	612 14	632 23	20 09-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	06/19/98	03/15/02	241 19	246 91	5 72-
0	FHLMC GOLD #G00806 DTD 11/1/1997 7 5% 1/1/2023	10/03/97	03/15/02	10,122 13	10,873 39	751 26-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	11/03/97	03/15/02	3,245 58	3,445 89	200 31-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	06/19/98	03/15/02	52 20	54 47	2 27-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	01/23/01	03/15/02	1,056 91	1,099 52	42 61-
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	11/03/97	03/15/02	2,876 00	3,155 51	279 51-
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	06/19/98	03/15/02	173 52	188 68	15 16-
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	11/03/97	03/15/02	1,391 10	1,389 37	1 73
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	06/19/98	03/15/02	96 94	97 48	0 54-
0	FHLMC #555350 DTD 11/1/1997 6 5% 4/1/2008	11/03/97	03/15/02	1,974 50	1,951 67	22 83
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	11/03/97	03/15/02	4,412 92	4,741 13	328 21-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	06/19/98	03/15/02	64 51	69 21	4 70-
0	FHLMC GOLD #D78101 DTD 2/1/1997 8 5% 2/1/2027	01/12/99	03/15/02	1,040 81	1,091 55	50 74-
0	GNMA #451439 DTD 9/1/1997 7 5% 9/15/2027	06/15/00	03/15/02	68,461 77	68,247 83	213 94
0	GNMA #433241 DTD 1/1/1997 7 5% 1/15/2027	06/15/00	03/15/02	43,975 88	43,831 58	144 30
0	GNMA #458709 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	03/15/02	14,818 43	14,769 80	48 63

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Gain/loss period is long
 Disposal method is redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAPPEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	GNMA #448687 DTD 9/1/1997	06/15/00	03/15/02	25,930 47	25,845 39	85 08
0	GNMA #459979 DTD 7/5/9/15/2027	06/15/00	03/15/02	51,379 52	51,210 93	168 59
0	GNMA #434877 DTD 9/1/2000	08/31/00	03/15/02	61,910 98	64,068 19	2,157 21
0	GNMA #50207 DTD 6/1/1989	10/13/89	03/25/02	627 95	648 36	20 41
0	GNMA #50207 DTD 6/1/2004	11/27/89	03/25/02	26 48	27 45	0 97
0	GNMA #5207 DTD 4/1/2016	05/21/98	03/25/02	499 86	535 16	35 30
0	GNMA #166121 DTD 7/1/1992	07/25/94	03/25/02	1,865 35	1,921 02	55 67
0	GNMA #166124 DTD 7/1/1992	06/14/94	03/25/02	2,229 20	2,412 41	163 21
0	GNMA #287152 DTD 6/1/1994	05/21/98	03/25/02	8,549 12	8,821 62	272 50
0	GNMA #287152 DTD 6/1/2009	06/19/98	03/25/02	3,419 10	3,513 12	94 02
0	GNMA #288864 DTD 7/1/1994	06/22/94	03/25/02	52 58	52 30	0 28
0	GNMA #287809 DTD 6/1/1994	07/29/94	03/25/02	909 60	906 19	3 41
0	GNMA #290902 DTD 8/1/1994	05/21/98	03/25/02	53 22	54 68	1 46
0	GNMA #22355 DTD 12/1/1985	04/25/95	03/25/02	3,986 48	3,937 28	49 20
0	GNMA #316218 DTD 6/1/1995	06/21/95	03/25/02	435 82	424 79	11 03
0	GNMA #44097 DTD 6/1/1991	12/05/96	03/25/02	21,168 19	21,231 03	62 84
0	GNMA #44097 DTD 6/1/1991	11/30/95	03/25/02	26,244 63	26,507 08	262 45
0	GNMA #336554 DTD 1/1/1996	05/21/98	03/25/02	227 99	236 25	8 26
0	GNMA #336554 DTD 1/1/1996	06/19/98	03/25/02	122 02	127 13	5 11
0	GNMA #336554 DTD 1/1/1996	08/17/00	03/25/02	18 75	19 23	0 48

Gain/loss period is long
 Disposal method is redemption

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #363680 DTD 11/1/1996 8% 11/1/2026	08/21/96	03/25/02	175,205 47	176,793 27	1,587 80-
0	FNMA #1405 DTD 1/1/1983	12/05/96	03/25/02	2,107 73	2,103 12	4 61
0	FNMA #368076 DTD 6 25% 4/1/2004	12/09/96	03/25/02	532 29	542 27	9 98-
0	FNMA #365834 DTD 12/1/1996 8% 11/1/2025	12/05/96	03/25/02	18,936 76	19,089 14	152 38-
0	FNMA #390895 DTD 6/1/1997	06/17/97	03/25/02	20,367 55	20,774 90	407 35-
0	FNMA # 313796 DTD 8% 6/1/2027	10/17/97	03/25/02	1,312 26	1,436 56	1,24 30-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	10/17/97	03/25/02	15,704 27	16,765 54	1,061 27-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	06/19/98	03/25/02	164 53	171 73	7 20-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/17/97	03/25/02	50,841 77	53,914 12	3,072 35-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	01/28/98	03/25/02	301 68	316 48	14 80-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/18/00	03/25/02	1,265 80	1,302 33	36 53-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/17/97	03/25/02	39,830 19	41,838 81	2,008 62-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	03/25/02	1,329 84	1,368 48	38 64-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	10/17/97	03/25/02	9,919 48	10,230 62	311 14-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	01/28/98	03/25/02	978 21	1,008 48	30 27-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	10/17/97	03/25/02	13,950 79	14,110 46	159 67-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	06/19/98	03/25/02	339 22	343 24	4 02-
0	FNMA #313814 DTD 10/1/1997 7% 3/1/2012	10/17/97	03/25/02	13,840 37	13,773 88	66 49
0	FNMA #313815 DTD 10/1/1997 6 5% 6/1/2021	10/17/97	03/25/02	13,840 37	13,773 88	66 49
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/17/97	03/25/02	15,025 63	15,020 94	4 69
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	03/25/02	1,432 03	1,433 37	1 34-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	03/25/02	107 25	107 92	0 67-

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Gain/loss period as long disposal method redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARPEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98 03/25/02	05/21/98 03/25/02	3,696 79	3,724 51	27 72-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98 03/25/02	06/19/98 03/25/02	1,103 99	1,108 14	4 15-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00 03/25/02	08/17/00 03/25/02	157 71	153 42	4 29
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00 03/25/02	10/18/00 03/25/02	1,678 06	1,664 53	13 53
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99 03/25/02	11/07/99 03/25/02	2,316 70	2,313 08	3 62
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00 03/25/02	08/17/00 03/25/02	1,293 19	1,283 90	9 29
0	FNMA #509653 DTD 9/1/1999	10/07/99 03/25/02	10/07/99 03/25/02	34,628 67	34,574 57	54 10
0	7 5% 9/1/2029	10/07/99 03/25/02	10/07/99 03/25/02	8,852 71	8,838 88	13 83
0	7 5% 10/1/2029	02/25/98 03/25/02	02/25/98 03/25/02	166,716 12	165,622 04	1,094 08
0	COUNTRWIDE 6 5 6/25/13 DTD 4/1/1998 6 5% 6/25/2013	05/21/98 03/25/02	05/21/98 03/25/02	2,009 76	2,016 16	6 40-
0	COUNTRWIDE 6 5 6/25/13 DTD 4/1/1998 6 5% 6/25/2013	06/19/98 03/25/02	06/19/98 03/25/02	300 52	300 46	0 06
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	04/06/95 03/25/02	04/06/95 03/25/02	74,110 53	70,586 04	3,524 49
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	12/19/96 03/25/02	12/19/96 03/25/02	53,727 61	53,417 98	309 63
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	05/21/98 03/25/02	05/21/98 03/25/02	1,678 99	1,710 00	31 01-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	06/19/98 03/25/02	06/19/98 03/25/02	2,938 23	2,994 88	56 65-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	08/17/00 03/25/02	08/17/00 03/25/02	293 82	287 76	6 06
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	10/18/00 03/25/02	10/18/00 03/25/02	1,259 24	1,257 50	1 74
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	01/23/01 03/25/02	01/23/01 03/25/02	2,098 74	2,106 44	7 70-
0	CHASE 1993-M AS DTD 11/1/1993 6 25% 11/25/2009	12/11/97 03/25/02	12/11/97 03/25/02	189,346 76	188,340 86	1,005 90

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	PNC MORTGAGE SECURITIES	04/06/00	03/25/02	226,551 85	217,171 19	9,380 66
0	CORP 1998-11 ZAI DTD	10/1/1998	6 5% 11/25/2013			
0	PNC MORTGAGE SECURITIES	08/17/00	03/25/02	544 74	527 15	17 59
0	CORP 1998-11 ZAI DTD	10/1/1998	6 5% 11/25/2013			
0	PNC MORTGAGE SECURITIES	10/18/00	03/25/02	4,534 59	4,456 37	78 22
0	CORP 1998-11 ZAI DTD	10/1/1998	6 5% 11/25/2013			
0	PNC MORTGAGE SECURITIES	01/23/01	03/25/02	3,592 33	3,601 74	9 41-
0	CORP 1998-11 ZAI DTD	10/1/1998	6 5% 11/25/2013			
0	GMAC MTG CORP LN TR SER	01/19/01	03/25/02	1,256,475 82	1,256,341 13	134 69
0	2001HLTI CL A12 DTD					
0	1/1/2001 6 04% 9/25/2026					
0	FHLMC GR#18-4176 DTD	09/15/89	04/15/02	791 70	726 88	64 82
0	FHLMC GR#18-4879 DTD	04/11/88	04/15/02	1,039 32	963 96	75 36
0	9/1/1979 7 25% 9/1/2009					
0	FHLMC GR#18-4879 DTD	7/1/1983	7 75% 12/1/2006			
0	FHLMC GOLD #C00109 DTD	4/1/1992	8% 4/1/2022			
0	FHLMC GOLD #C00109 DTD	03/30/92	04/15/02	22,655 51	22,445 66	209 85
0	FHLMC GOLD #C00109 DTD	01/05/95	04/15/02	1,322 21	1,284 90	37 31
0	4/1/1992 8% 4/1/2022					
0	FHLMC GOLD #C00109 DTD	03/26/98	04/15/02	317 76	331 26	13 50-
0	4/1/1992 8% 4/1/2022					
0	FHLMC GOLD #C00109 DTD	01/23/01	04/15/02	1,923 84	1,981 86	58 02-
0	4/1/1992 8% 4/1/2022					
0	FHLMC GOLD #B70037 DTD	04/16/93	04/15/02	4,391 76	4,768 49	376 73-
0	12/1/1991 9 5% 6/1/2020					
0	GNMA #388164 DTD 3/1/1994	01/17/95	04/15/02	258 70	239 78	18 92
0	7 5% 3/15/2024					
0	GNMA #366782 DTD 5/1/1994	01/24/95	04/15/02	92,319 36	82,712 38	9,606 98
0	7% 5/15/2024					
0	FHLMC GR#25-5698 DTD	11/07/95	04/15/02	4,816 25	4,978 80	162 55-
0	8/1/1985 7 75% 5/1/2008					
0	FHLMC GOLD #D71783 DTD	05/21/98	04/15/02	7,737 98	8,042 66	304 68-
0	5/1/1996 8% 12/1/2024					
0	FHLMC GOLD #D71783 DTD	06/19/98	04/15/02	5,474 06	5,662 24	188 18-
0	5/1/1996 8% 12/1/2024					
0	FHLMC GOLD #D71783 DTD	08/17/00	04/15/02	2,195 37	2,215 27	19 90-

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 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	10/18/00	04/15/02	4,390 75	4,481 31	90 56-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	01/23/01	04/15/02	5,951 61	6,131 09	179 48-
0	FHLMC GOLD #D65025 DTD 10/1/1995 9% 5/1/2025	07/10/96	04/15/02	12,601 27	13,152 58	551 31-
0	FHLMC GOLD #A01668 DTD 12/1/1996 8 25% 5/1/2017	12/05/96	04/15/02	4,547 36	4,738 49	191 13-
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	01/28/98	04/15/02	2,882 60	2,908 73	26 13-
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	05/21/98	04/15/02	3,504 94	3,530 13	25 19-
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	08/17/00	04/15/02	605 37	588 91	16 46
0	FHLMC GOLD #G00802 DTD 11/1/1997 6 5% 11/1/2025	11/03/97	04/15/02	129,907 65	127,715 46	2,192 19
0	FHLMC GOLD #G00802 DTD 11/1/1997 6 5% 11/1/2025	01/23/01	04/15/02	1,700 82	1,687 00	13 82
0	FHLMC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020	11/03/97	04/15/02	59,717 82	62,554 42	2,836 60-
0	FHLMC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020	06/19/98	04/15/02	965 68	998 87	33 19-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	04/15/02	469 97	482 01	12 04-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	01/28/98	04/15/02	469 97	485 39	15 42-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	06/19/98	04/15/02	185 17	189 56	4 39-
0	FHLMC GOLD #G00806 DTD 11/1/1997 9% 2/1/2021	10/03/97	04/15/02	5,762 62	6,190 32	427 70-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	11/03/97	04/15/02	3,254 10	3,454 94	200 84-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	06/19/98	04/15/02	52 34	54 61	2 27-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	01/23/01	04/15/02	1,059 69	1,102 41	42 72-
0	FHLMC #5555357 DTD 11/1/1997 10% 4/1/2020	11/03/97	04/15/02	3,393 19	3,722 96	329 77-
0	FHLMC #5555357 DTD 11/1/1997 10% 4/1/2020	06/19/98	04/15/02	204 73	222 61	17 88-

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Gain/loss period is long
 disposal method redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	11/03/97	04/15/02	1,543 31	1,541 38	1 93
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	06/19/98	04/15/02	107 54	108 15	0 61-
0	FHLMC #555350 DTD 11/1/1997 6% 11/1/2008	11/03/97	04/15/02	1,940 60	1,918 16	22 44
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	11/03/97	04/15/02	10,395 74	11,168 92	773 18-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	06/19/98	04/15/02	151 98	163 05	11 07-
0	FHLMC GOLD #D78101 DTD 2/1/1997 8 5% 2/1/2027	01/12/99	04/15/02	1,129 51	1,184 57	55 06-
0	GNMA #451439 DTD 9/1/1997	06/15/00	04/15/02	31,863 26	31,763 69	99 57
0	7 5% 9/15/2027					
0	GNMA #458709 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	04/15/02	676 59	674 37	2 22
0	GNMA #433241 DTD 1/1/1997	06/15/00	04/15/02	30,935 37	30,833 86	101 51
0	7 5% 1/15/2027					
0	GNMA #459979 DTD 11/15/2027	06/15/00	04/15/02	688 45	686 19	2 26
0	11/1/1997 7 5% 11/15/2027					
0	GNMA #448687 DTD 9/1/1997	06/15/00	04/15/02	52,163 53	51,992 36	171 17
0	7 5% 9/15/2027					
0	GNMA #434877 DTD 9/1/2000	08/31/00	04/15/02	285,311 51	295,252 83	9,941 32-
0	9% 9/15/2030					
0	FNMA #50207 DTD 6/1/1989	10/13/89	04/25/02	2,537 89	2,620 37	82 48-
0	10 5% 6/1/2004					
0	FNMA #50207 DTD 6/1/1989	11/27/89	04/25/02	107 01	110 96	3 95-
0	10 5% 6/1/2004					
0	FNMA #45685 DTD 4/1/1987	05/21/98	04/25/02	504 43	540 06	35 63-
0	10% 4/1/2016					
0	FNMA #166121 DTD 7/1/1992	07/25/94	04/25/02	1,880 62	1,936 74	56 12-
0	9% 6/1/2020					
0	FNMA #166124 DTD 7/1/1992	06/14/94	04/25/02	1,862 52	2,015 59	153 07-
0	10% 1/1/2020					
0	FNMA #287152 DTD 6/1/1994	05/21/98	04/25/02	12,616 43	13,018 57	402 14-
0	7 5% 6/1/2009					
0	FNMA #287152 DTD 6/1/1994	06/19/98	04/25/02	5,045 75	5,184 51	138 76-
0	7 5% 6/1/2009					
0	FNMA #288864 DTD 7/1/1994	06/22/94	04/25/02	52 94	52 66	0 28

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARPEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #287809 DTD 6/1/1994	07/29/94	04/25/02	935 58	932 08	3 50
0	FNMA #22355 DTD 12/1/1985	04/25/95	04/25/02	6,466 54	6,386 72	79 82
0	FNMA #316218 DTD 6/1/1995	06/21/95	04/25/02	438 50	427 40	11 10
0	FNMA #44097 DTD 6/1/1991	12/05/96	04/25/02	20,436 89	20,497 56	60 67-
0	FNMA #44097 DTD 6/1/1991	11/30/95	04/25/02	25,337 95	25,591 33	253 38-
0	FNMA #336554 DTD 1/1/1996	05/21/98	04/25/02	406 41	421 14	14 73-
0	FNMA #336554 DTD 1/1/1996	06/19/98	04/25/02	217 51	226 63	9 12-
0	FNMA #336554 DTD 1/1/1996	08/17/00	04/25/02	33 43	34 27	0 84-
0	FNMA #363680 DTD 11/1/1996	08/21/96	04/25/02	58,576 24	59,107 08	530 84-
0	FNMA #1405 DTD 1/1/1983	12/05/96	04/25/02	1,377 22	1,374 21	3 01
0	FNMA #368076 DTD 6 25% 4/1/2004	12/09/96	04/25/02	560 75	571 26	10 51-
0	FNMA #365834 DTD 12/1/1996	12/05/96	04/25/02	73,608 31	74,200 62	592 31-
0	FNMA #390895 DTD 6/1/1997	06/17/97	04/25/02	20,305 40	20,711 51	406 11-
0	FNMA #313796 DTD 8% 6/1/2027	10/17/97	04/25/02	1,512 05	1,655 28	143 23-
0	FNMA #313799 DTD 10/1/1997	10/17/97	04/25/02	23,895 17	25,509 97	1,614 80-
0	FNMA #313799 DTD 10/1/1997	06/19/98	04/25/02	250 35	261 30	10 95-
0	FNMA #313800 DTD 10/1/1997	10/17/97	04/25/02	51,052 77	54,137 87	3,085 10-
0	FNMA #313800 DTD 10/1/1997	01/28/98	04/25/02	302 93	317 80	14 87-
0	FNMA #313800 DTD 10/1/1997	10/18/00	04/25/02	1,271 06	1,307 73	36 67-
0	FNMA #313801 DTD 10/1/1997	10/17/97	04/25/02	22,949 00	24,106 31	1,157 31-

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Gain/loss period is long
 Disposal method is redemption

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARBEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE	DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	04/25/02	766 22	788 48	22 26-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	10/17/97	04/25/02	11,344 42	11,700 26	355 84-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	01/28/98	04/25/02	1,118 73	1,153 34	34 61-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	10/17/97	04/25/02	32,212 70	32,581 38	368 68-
0	FNMA #313814 DTD 10/1/1997 7% 3/1/2012	06/19/98	04/25/02	783 26	792 56	9 30-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/17/97	04/25/02	2,773 36	2,760 04	13 32
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/17/97	04/25/02	15,708 86	15,703 95	4 91
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	04/25/02	1,497 14	1,498 54	1 40-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	04/25/02	112 12	112 83	0 71-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98	04/25/02	3,864 89	3,893 87	28 98-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98	04/25/02	1,154 20	1,158 52	4 32-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00	04/25/02	164 88	160 40	4 48
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00	04/25/02	1,754 36	1,740 22	14 14
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99	04/25/02	1,084 21	1,082 52	1 69
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00	04/25/02	605 21	600 86	4 35
0	FNMA #51205 DTD 9/1/1999 10/07/99 04/25/02	10/07/99	04/25/02	154 41	154 17	0 24
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	10/07/99	04/25/02	3,429 95	3,424 59	5 36
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	02/25/98	04/25/02	180,542 54	179,357 73	1,184 81
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	05/21/98	04/25/02	2,176 44	2,183 37	6 93-

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Gain/loss period is long
 Disposal method is redemption

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 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	06/19/98	04/25/02	325 45	325 38	0 07
0	GMAC MFG CORP LN TR SER 2001HLTL CL A12 DTD 1/1/2001 6 04% 9/25/2026	01/19/01	04/25/02	1,886,783 53	1,886,581 27	202 26
0	CORP 1998-11 2A1D1D PNC MORTGAGE SECURITIES	04/06/00	04/25/02	285,744 68	273,913 06	11,831 62
0	CORP 1998-11 2A1D1D PNC MORTGAGE SECURITIES	08/17/00	04/25/02	687 07	664 88	22 19
0	CORP 1998-11 2A1D1D PNC MORTGAGE SECURITIES	10/1/1998 6 5% 11/25/2013	10/18/00	5,719 36	5,620 72	98 64
0	CORP 1998-11 2A1D1D PNC MORTGAGE SECURITIES	10/1/1998 6 5% 11/25/2013	10/18/00	5,719 36	5,620 72	98 64
0	CORP 1998-11 2A1D1D PNC MORTGAGE SECURITIES	10/1/1998 6 5% 11/25/2013	01/23/01	4,530 93	4,542 80	11 87-
0	CHASE 1993-M AS DTD 11/1/1993 6 25%	12/11/97	04/25/02	182,698 94	181,728 35	970 59
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	04/06/95	04/25/02	43,590 37	41,517 33	2,073 04
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	12/19/96	04/25/02	31,601 54	31,419 41	182 13
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	05/21/98	04/25/02	987 55	1,005 79	18 24-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	06/19/98	04/25/02	1,728 21	1,761 53	33 32-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	08/17/00	04/25/02	172 82	169 26	3 56
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	10/18/00	04/25/02	740 66	739 64	1 02
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	01/23/01	04/25/02	1,234 43	1,238 97	4 54-
0	FHLMC GR#18-4176 DTD 9/1/1979 7 25% 9/1/2009	09/15/89	05/15/02	1,281 67	1,176 74	104 93
0	FHLMC GR#18-4879 DTD 7/1/1983 7 75% 12/1/2006	04/11/88	05/15/02	1,046 81	970 91	75 90
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/30/92	05/15/02	19,227 30	19,049 20	178 10

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 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)	Gain/Loss period is long Disposal method is redemption
0	FHLMC GOLD #C00109 DTD	01/05/95	05/15/02	1,122 13	1,090 47	31 66	
0	FHLMC GOLD #C00109 DTD	4/1/1992	8% 4/1/2022				
0	FHLMC GOLD #C00109 DTD	4/1/1992	8% 4/1/2022				
0	FHLMC GOLD #C00109 DTD	4/1/1992	8% 4/1/2022				
0	FHLMC GOLD #B70037 DTD	4/1/1992	8% 4/1/2022				
0	GNMA #388164 DTD 3/1/1994	01/17/95	05/15/02	45,883 55	42,528 32	3,355 23	
0	GNMA #366782 DTD 5/1/1994	01/24/95	05/15/02	69,197 34	61,996 49	7,200 85	
0	FHLMC GR#25-5698 DTD	11/07/95	05/15/02	761 10	786 79	25 69-	
0	FHLMC GOLD #D71783 DTD	05/21/98	05/15/02	259 00	269 20	10 20-	
0	FHLMC GOLD #D71783 DTD	06/19/98	05/15/02	183 22	189 52	6 30-	
0	FHLMC GOLD #D71783 DTD	08/17/00	05/15/02	73 48	74 15	0 67-	
0	FHLMC GOLD #D71783 DTD	10/18/00	05/15/02	146 97	150 00	3 03-	
0	FHLMC GOLD #D71783 DTD	01/23/01	05/15/02	199 21	205 22	6 01-	
0	FHLMC GOLD #D65025 DTD	07/10/96	05/15/02	643 18	671 32	28 14-	
0	FHLMC GOLD #A01668 DTD	12/05/96	05/15/02	3,085 02	3,214 69	129 67-	
0	FHLMC GOLD #G10753 DTD	01/28/98	05/15/02	676 83	682 96	6 13-	
0	FHLMC GOLD #G10753 DTD	05/21/98	05/15/02	822 95	828 87	5 92-	
0	FHLMC GOLD #G10753 DTD	08/17/00	05/15/02	142 14	138 27	3 87	
0	FHLMC GOLD #G00802 DTD	11/03/97	05/15/02	68,568 25	67,411 17	1,157 08	
0	FHLMC GOLD #G00802 DTD	01/23/01	05/15/02	897 73	890 44	7 29	
0	FHLMC GOLD #G00803 DTD	11/03/97	05/15/02	70,769 55	72,583 02	1,813 47-	
0	FHLMC GOLD #G00803 DTD	11/03/97	05/15/02	459 78	471 56	11 78-	

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	01/28/98	05/15/02	459 78	474 86	15 08-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	06/19/98	05/15/02	181 15	185 45	4 30-
0	FHLMC GOLD #G00804 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	05/15/02	74,588 91	78,131 89	3,542 98-
0	FHLMC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020	06/19/98	05/15/02	1,206 16	1,247 61	41 45-
0	FHLMC GOLD #G00806 DTD 11/1/1997 8% 6/1/2020	10/03/97	05/15/02	6,324 74	6,794 16	469 42-
0	FHLMC GOLD #G00805 DTD 11/1/1997 9% 2/1/2021	11/03/97	05/15/02	2,187 65	2,322 67	135 02-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	06/19/98	05/15/02	35 18	36 71	1 53-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	01/23/01	05/15/02	712 41	741 12	28 71-
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	11/03/97	05/15/02	2,772 63	3,042 10	269 47-
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	06/19/98	05/15/02	167 29	181 90	14 61-
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	11/03/97	05/15/02	1,901 33	1,898 95	2 38
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	06/19/98	05/15/02	132 49	133 24	0 75-
0	FHLMC #555350 DTD 11/1/1997 6% 11/1/2008	11/03/97	05/15/02	522 72	516 68	6 04
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	11/03/97	05/15/02	4,971 22	5,340 95	369 73-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	06/19/98	05/15/02	72 67	77 97	5 30-
0	FHLMC GOLD #D78101 DTD 2/1/1997 8 5% 2/1/2027	01/12/99	05/15/02	58,460 17	61,310 10	2,849 93-
0	GNMA #451439 DTD 9/1/1997	06/15/00	05/15/02	33,269 16	33,165 19	103 97
0	GNMA #433241 DTD 1/1/1997	06/15/00	05/15/02	19,290 30	19,227 00	63 30
0	GNMA #448687 DTD 9/1/1997	06/15/00	05/15/02	32,600 99	32,494 02	106 97
0	GNMA #459979 DTD 7 5% 9/15/2027	06/15/00	05/15/02	693 03	690 76	2 27
0	GNMA #458709 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	05/15/02	21,679 83	21,608 69	71 14

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Gain/loss period is long
 Disposal method is redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFEV

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	GNMA #434877 DTD 9/1/2000	08/31/00	05/15/02	34,836 78	36,050 63	1,213 85-
0	FNMA #50207 DTD 6/1/1989	10/13/89	05/25/02	521 12	538 05	16 93-
0	10 5% 6/1/2004					
0	FNMA #50207 DTD 6/1/1989	11/27/89	05/25/02	21 97	22 78	0 81-
0	10 5% 6/1/2004					
0	FNMA #45685 DTD 4/1/1987	05/21/98	05/25/02	509 04	544 99	35 95-
0	10% 4/1/2016					
0	FNMA #166121 DTD 7/1/1992	07/25/94	05/25/02	1,896 09	1,952 68	56 59-
0	9% 6/1/2020					
0	FNMA #166124 DTD 7/1/1992	06/14/94	05/25/02	37,476 37	40,556 46	3,080 09-
0	10% 1/1/2020					
0	FNMA #287152 DTD 6/1/1994	05/21/98	05/25/02	4,168 96	4,301 85	132 89-
0	7 5% 6/1/2009					
0	FNMA #287152 DTD 6/1/1994	06/19/98	05/25/02	1,667 32	1,713 17	45 85-
0	8% 7/1/2024					
0	FNMA #288864 DTD 7/1/1994	06/22/94	05/25/02	53 32	53 03	0 29
0	8% 1/1/2024					
0	FNMA #287809 DTD 6/1/1994	07/29/94	05/25/02	2,934 73	2,923 72	11 01
0	7% 3/1/2004					
0	FNMA #290902 DTD 8/1/1994	05/21/98	05/25/02	52 46	53 90	1 44-
0	8% 8/1/2024					
0	FNMA #22355 DTD 12/1/1985	04/25/95	05/25/02	3,793 52	3,746 69	46 83
0	6 75% 1/1/2004					
0	FNMA #316218 DTD 6/1/1995	06/21/95	05/25/02	441 19	430 02	11 17
0	6 5% 8/1/2007					
0	FNMA #44097 DTD 6/1/1991	12/05/96	05/25/02	20,949 31	21,011 50	62 19-
0	6 5% 12/1/2003					
0	FNMA #44097 DTD 6/1/1991	11/30/95	05/25/02	25,973 26	26,233 00	259 74-
0	6 5% 12/1/2003					
0	FNMA #336554 DTD 1/1/1996	05/21/98	05/25/02	208 01	215 55	7 54-
0	8 5% 11/1/2019					
0	FNMA #336554 DTD 1/1/1996	06/19/98	05/25/02	111 33	115 99	4 66-
0	8 5% 11/1/2019					
0	FNMA #336554 DTD 1/1/1996	08/17/00	05/25/02	17 11	17 54	0 43-
0	8 5% 11/1/2019					
0	FNMA #363680 DTD 11/1/1996	08/21/96	05/25/02	324,224 61	327,162 90	2,938 29-
0	11/1/1996 8% 11/1/2026					
0	FNMA #1405 DTD 1/1/1983	12/05/96	05/25/02	1,267 10	1,264 33	2 77
0	6 25% 4/1/2004					

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFRY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #368076 DTD 12/1/1996 8% 11/1/2025	12/09/96	05/25/02	540 03	550 16	10 13-
0	FNMA #365834 DTD 12/1/1996 8% 12/1/2026	12/05/96	05/25/02	2,230 91	2,248 86	17 95-
0	FNMA #390895 DTD 6/1/1997	06/17/97	05/25/02	28,451 75	29,020 78	569 03-
0	FNMA # 313796 DTD 8% 6/1/2027	10/17/97	05/25/02	5,326 48	5,831 04	504 56-
0	FNMA #313799 DTD 10/1/1997 9 5% 2/1/2021	10/17/97	05/25/02	14,185 00	15,143 59	958 59-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	06/19/98	05/25/02	148 61	155 12	6 51-
0	FNMA #313800 DTD 10/1/1997 8 5% 1/1/2025	10/17/97	05/25/02	45,424 80	48,169 80	2,745 00-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	01/28/98	05/25/02	269 54	282 76	13 22-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/18/00	05/25/02	1,130 93	1,163 57	32 64-
0	FNMA #313801 DTD 10/1/1997 8 5% 8/1/2019	10/17/97	05/25/02	18,145 11	19,060 17	915 06-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	05/25/02	605 83	623 43	17 60-
0	FNMA #313807 DTD 10/1/1997 8 5% 1/1/2012	10/17/97	05/25/02	12,722 45	13,121 52	399 07-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	01/28/98	05/25/02	1,254 63	1,293 44	38 81-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	10/17/97	05/25/02	15,735 76	15,915 86	180 10-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	06/19/98	05/25/02	382 62	387 16	4 54-
0	FNMA #313814 DTD 10/1/1997 6 5% 6/1/2021	10/17/97	05/25/02	17,132 98	17,050 66	82 32
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/17/97	05/25/02	12,378 17	12,374 30	3 87
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	05/25/02	1,179 71	1,180 81	1 10-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	05/25/02	88 35	88 90	0 55-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98	05/25/02	3,045 42	3,068 27	22 85-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98	05/25/02	909 48	912 89	3 41-

CONFIDENTIAL

Gain/loss period is long
 Disposal method is redemption

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00	05/25/02	129 92	126 39	3 53
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00	05/25/02	1,382 39	1,371 25	11 14
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99	05/25/02	1,938 07	1,935 04	3 03
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00	05/25/02	1,081 84	1,074 07	7 77
0	FNMA #509653 DTD 9/1/1999	10/07/99	05/25/02	155 45	155 21	0 24
0	FNMA #51205 DTD 9/1/1999	10/07/99	05/25/02	1,788 22	1,785 43	2 79
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	02/25/98	05/25/02	105,062 34	104,372 87	689 47
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	05/21/98	05/25/02	1,266 52	1,270 56	4 04-
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	06/19/98	05/25/02	189 39	189 34	0 05
0	CORP 1998-11 2A1DTD 10/1/1998 6 5% 11/25/2013	04/06/00	05/25/02	250,226 82	239,865 87	10,360 95
0	PNC MORTGAGE SECURITIES 10/1/1998 6 5% 11/25/2013	08/17/00	05/25/02	601 67	582 24	19 43
0	PNC MORTGAGE SECURITIES 10/1/1998 6 5% 11/25/2013	10/18/00	05/25/02	5,008 45	4,922 07	86 38
0	PNC MORTGAGE SECURITIES 10/1/1998 6 5% 11/25/2013	01/23/01	05/25/02	3,967 74	3,978 13	10 39-
0	CHASE 1993-M AS DTD 10/1/1998 6 5% 11/25/2013	12/11/97	05/25/02	176,275 37	175,338 90	936 47
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	04/06/95	05/25/02	103,634 10	98,705 56	4,928 54
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	12/19/96	05/25/02	75,131 20	74,698 21	432 99
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	05/21/98	05/25/02	2,347 85	2,391 21	43 36-

CONFIDENTIAL

Gain/loss period is long
 Disposal method redemption

ACCOUNT 0049-00-1/6 (cont)

The PEM MEMORIAL TRUST

TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER

INV OFFICER STEVE LEHMAN

TAX OFFICER FRANCIS MEHAFFEY

01/01/2002 TO 12/31/2002

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	BEAR STEARNS 95-1 1A DTD	06/19/98	05/25/02	4,108 74	4,187 96	79 22-
0	BEAR STEARNS 95-1 1A DTD	08/17/00	05/25/02	410 87	402 40	8 47
0	BEAR STEARNS 95-1 1A DTD	10/18/00	05/25/02	1,760 89	1,758 46	2 43
0	BEAR STEARNS 95-1 1A DTD	01/23/01	05/25/02	2,934 81	2,945 59	10 78-
0	GMAC MFG CORP LN TR SER	01/19/01	05/25/02	1,638,928 32	1,638,752 63	175 69
0	2001HLTI CL A12 DTD	01/19/01	05/25/02	1,638,928 32	1,638,752 63	175 69
0	FHLMC GR#18-4176 DTD	09/15/89	06/15/02	1,430 00	1,312 92	117 08
0	FHLMC GR#18-4879 DTD	04/11/88	06/15/02	1,054 29	977 85	76 44
0	FHLMC GOLD #C00109 DTD	03/30/92	06/15/02	17,292 64	17,132 47	160 17
0	FHLMC GOLD #C00109 DTD	01/05/95	06/15/02	1,009 22	980 74	28 48
0	FHLMC GOLD #C00109 DTD	03/26/98	06/15/02	242 54	252 85	10 31-
0	FHLMC GOLD #C00109 DTD	01/23/01	06/15/02	1,468 45	1,512 73	44 28-
0	FHLMC GOLD #B70037 DTD	04/16/93	06/15/02	61 52	66 80	5 28-
0	GNMA #388164 DTD 3/1/1994	01/17/95	06/15/02	154 36	143 08	11 28
0	GNMA #366782 DTD 5/1/1994	01/24/95	06/15/02	57,921 67	51,894 20	6,027 47
0	FHLMC GR#25-5698 DTD	11/07/95	06/15/02	958 19	990 53	32 34-
0	FHLMC GOLD #D71783 DTD	05/21/98	06/15/02	290 15	301 57	11 42-
0	FHLMC GOLD #D71783 DTD	06/19/98	06/15/02	205 26	212 32	7 06-
0	FHLMC GOLD #D71783 DTD	08/17/00	06/15/02	82 32	83 07	0 75-
0	FHLMC GOLD #D71783 DTD	10/18/00	06/15/02	164 64	168 04	3 40-
0	FHLMC GOLD #D71783 DTD	01/23/01	06/15/02	223 17	229 90	6 73-

CONFIDENTIAL

Gain/loss period is long disposal method redemption

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FILMC GOLD #D65025 DTD	07/10/96	06/15/02	830 08	866 40	36 32-
0	FILMC GOLD #A01668 DTD	12/05/96	06/15/02	6,829 02	7,116 06	287 04-
0	FILMC GOLD #G10753 DTD	01/28/98	06/15/02	823 65	831 12	7 47-
0	FILMC GOLD #G10753 DTD	05/21/98	06/15/02	1,001 48	1,008 67	7 19-
0	FILMC GOLD #G10753 DTD	08/17/00	06/15/02	172 97	168 27	4 70
0	FILMC GOLD #G00802 DTD	11/03/97	06/15/02	159,067 64	156,383 37	2,684 27
0	FILMC GOLD #G00802 DTD	01/23/01	06/15/02	2,082 59	2,065 67	16 92
0	FILMC GOLD #G00803 DTD	11/03/97	06/15/02	59,728 31	61,258 85	1,530 54-
0	FILMC GOLD #G00803 DTD	11/03/97	06/15/02	388 05	397 99	9 94-
0	FILMC GOLD #G00803 DTD	01/28/98	06/15/02	388 04	400 78	12 74-
0	FILMC GOLD #G00803 DTD	06/19/98	06/15/02	152 89	156 52	3 63-
0	FILMC GOLD #G00804 DTD	11/03/97	06/15/02	64,270 97	67,323 85	3,052 88-
0	FILMC GOLD #G00804 DTD	06/19/98	06/15/02	1,039 31	1,075 03	35 72-
0	FILMC GOLD #G00806 DTD	10/03/97	06/15/02	8,725 50	9,373 10	647 60-
0	FILMC GOLD #G00805 DTD	11/03/97	06/15/02	2,842 69	3,018 14	175 45-
0	FILMC GOLD #G00805 DTD	06/19/98	06/15/02	45 72	47 70	1 98-
0	FILMC GOLD #G00805 DTD	01/23/01	06/15/02	925 72	963 04	37 32-
0	FILMC #555357 DTD	11/03/97	06/15/02	2,105 41	2,310 03	204 62-
0	FILMC #555357 DTD	06/19/98	06/15/02	127 03	138 12	11 09-
0	FILMC #555359 DTD	11/03/97	06/15/02	1,154 92	1,153 48	1 44
0	FILMC #555359 DTD	06/19/98	06/15/02	80 48	80 93	0 45-

CONFIDENTIAL

Gain/loss period is long
 Disposal method is redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FHLMC #555350 DTD 11/03/97 06/15/02	551 92	545 53	6 39		
0	FHLMC GOLD #G00807 DTD 11/1/1997 6% 11/1/2008	11/03/97 06/15/02	6,187 05	6,647 22	460 17-	
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	06/19/98 06/15/02	90 45	97 04	6 59-	
0	FHLMC GOLD #D78101 DTD 01/12/99 06/15/02	01/12/99 06/15/02	1,082 39	1,135 16	52 77-	
0	GNMA #451439 DTD 9/1/1997 2/1/1997 8 5% 2/1/2027	06/15/00 06/15/02	39,125 02	39,002 79	122 23	
0	GNMA #433241 DTD 1/1/1997 7 5% 9/15/2027	06/15/00 06/15/02	10,044 40	10,011 44	32 96	
0	GNMA #458709 DTD 11/1/1997 7 5% 11/15/2027	06/15/00 06/15/02	22,883 81	19,840 84	65 11	
0	GNMA #459979 DTD 11/1/1997 7 5% 11/15/2027	06/15/00 06/15/02	54,254 03	54,076 01	178 02	
0	GNMA #454196 DTD 8/1/1998 7% 8/15/2028	05/25/01 06/15/02	188,909 36	190,473 76	1,564 40-	
0	FHLMC GOLD #C10886 DTD 6/1/1998 7% 6/1/2028	05/25/01 06/15/02	10,792 22	10,863 89	71 67-	
0	FHLMC GOLD #D87863 DTD 05/25/01 06/15/02	05/25/01 06/15/02	7,266 25	7,314 50	48 25-	
0	GNMA #434877 DTD 9/1/2000 4/1/1998 7% 3/1/2028	08/31/00 06/15/02	251,498 64	260,261 79	8,763 15-	
0	FHLMC GOLD #50207 DTD 6/1/1989 10 5% 6/1/2004	10/13/89 06/25/02	644 63	665 58	20 95-	
0	FHLMC GOLD #50207 DTD 6/1/1989 10 5% 6/1/2004	11/27/89 06/25/02	27 18	28 18	1 00-	
0	FHLMC #45685 DTD 4/1/1987 10% 4/1/2016	05/21/98 06/25/02	513 70	549 98	36 28-	
0	FHLMC #166121 DTD 7/1/1992 9% 6/1/2020	07/25/94 06/25/02	1,911 64	1,968 69	57 05-	
0	FHLMC #166124 DTD 7/1/1992 10% 1/1/2020	06/14/94 06/25/02	6,525 54	7,061 86	56 32-	
0	FHLMC #287152 DTD 6/1/1994 7 5% 6/1/2009	05/21/98 06/25/02	1,977 59	2,040 63	63 04-	
0	FHLMC #287152 DTD 6/1/1994 7 5% 6/1/2009	06/19/98 06/25/02	790 91	812 66	21 75-	

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFRY

UNITS SECURITY DATE ACQUIRED DATE DATE DISPOSED BASIS DISPOSED GAIN/(LOSS)

0	FNMA #288864 DTD 7/1/1994	06/22/94	06/25/02	53 70	53 41	0 29
0	FNMA #287809 DTD 6/1/1994	07/29/94	06/25/02	802 54	799 53	3 01
0	FNMA #290902 DTD 8/1/1994	05/21/98	06/25/02	49 49	50 85	1 36-
0	FNMA #22355 DTD 12/1/1985	04/25/95	06/25/02	3,233 92	3,194 01	39 91
0	6 75% 1/1/2004					
0	FNMA #316218 DTD 6/1/1995	06/21/95	06/25/02	447 74	436 40	11 34
0	6 5% 8/1/2007					
0	FNMA #44097 DTD 6/1/1991	12/05/96	06/25/02	18,956 13	19,012 41	56 28-
0	6 5% 12/1/2003					
0	FNMA #44097 DTD 6/1/1991	11/30/95	06/25/02	23,502 09	23,737 11	235 02-
0	6 5% 12/1/2003					
0	FNMA #336554 DTD 1/1/1996	05/21/98	06/25/02	209 65	217 25	7 60-
0	8 5% 11/1/2019					
0	FNMA #336554 DTD 1/1/1996	06/19/98	06/25/02	112 21	116 91	4 70-
0	8 5% 11/1/2019					
0	FNMA #336554 DTD 1/1/1996	08/17/00	06/25/02	17 24	17 68	0 44-
0	8 5% 11/1/2019					
0	FNMA #363680 DTD 11/1/2026					
0	11/1/1996 8% 11/1/2026					
0	FNMA #1405 DTD 1/1/1983	12/05/96	06/25/02	986 92	984 76	2 16
0	6 25% 4/1/2004					
0	FNMA #368076 DTD 12/1/1996	12/09/96	06/25/02	543 87	554 06	10 19-
0	12/1/1996 8% 11/1/2025					
0	FNMA #365834 DTD 12/05/96	12/05/96	06/25/02	33,674 29	33,945 26	270 97-
0	12/1/1996 8% 12/1/2026					
0	FNMA #390895 DTD 6/1/1997	06/17/97	06/25/02	1,498 45	1,528 42	29 97-
0	8% 6/1/2027					
0	FNMA # 313796 DTD 10/17/97	10/17/97	06/25/02	5,905 40	6,464 80	559 40-
0	10/1/1997 9 5% 2/1/2021					
0	FNMA #313799 DTD 10/17/97	10/17/97	06/25/02	40,373 96	43,102 36	2,728 40-
0	10/1/1997 8 5% 1/1/2025					
0	FNMA #313799 DTD 06/19/98	06/19/98	06/25/02	422 99	441 50	18 51-
0	10/1/1997 8 5% 1/1/2025					
0	FNMA #313800 DTD 10/17/97	10/17/97	06/25/02	62,817 88	66,613 94	3,796 06-
0	10/1/1997 8 5% 8/1/2019					
0	FNMA #313800 DTD 01/28/98	06/25/02		372 74	391 03	18 29-
0	10/1/1997 8 5% 8/1/2019					
0	FNMA #313800 DTD 10/18/00	06/25/02		1,563 97	1,609 10	45 13-

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Gain/loss period is long
 Disposal method redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/17/97	06/25/02	11,972 39	12,576 16	603 77-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	06/25/02	399 73	411 35	11 62-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	10/17/97	06/25/02	13,363 02	13,782 18	419 16-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	01/28/98	06/25/02	1,317 80	1,358 57	40 77-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	10/17/97	06/25/02	490 04	20,384 14	230 67-
0	FNMA #313814 DTD 10/1/1997 7% 3/1/2012	06/19/98	06/25/02	490 04	495 86	5 82-
0	FNMA #313814 DTD 10/1/1997 6 5% 6/1/2021	10/17/97	06/25/02	2,310 86	2,299 76	11 10
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/17/97	06/25/02	13,580 38	13,576 14	4 24
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	06/25/02	1,294 28	1,295 50	1 22-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	06/25/02	96 93	97 54	0 61-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98	06/25/02	3,341 21	3,366 27	25 06-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98	06/25/02	997 81	1,001 55	3 74-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00	06/25/02	142 54	138 67	3 87
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00	06/25/02	1,516 66	1,504 43	12 23
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99	06/25/02	956 34	954 84	1 50
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00	06/25/02	533 83	530 00	3 83
0	FNMA #509653 DTD 9/1/1999	10/07/99	06/25/02	9,309 89	9,295 35	14 54
0	FNMA #511205 DTD 9/1/1999	10/07/99	06/25/02	13,939 34	13,917 56	21 78
0	COUNTYWIDE 6 5% 10/1/2029	02/25/98	06/25/02	125,663 95	124,839 28	824 67
0	COUNTYWIDE 6 5% 10/1/1998 6 5% 6/25/2013	05/21/98	06/25/02	1,514 88	1,519 70	4 82-

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Gain/loss period is long
 Disposal method redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	COUNTRYWIDE 6 5 6/25/13	06/19/98	06/25/02	226 52	226 47	0 05
0	DTD 4/1/1998 6 5%					
0	6/25/2013					
0	PNC MORTGAGE SECURITIES	04/06/00	06/25/02	260,783 57	249,985 51	10,798 06
0	CORP 1998-11 2A1DTP					
0	10/1/1998 6 5% 11/25/2013					
0	PNC MORTGAGE SECURITIES	08/17/00	06/25/02	627 05	606 80	20 25
0	CORP 1998-11 2A1DTP					
0	10/1/1998 6 5% 11/25/2013					
0	PNC MORTGAGE SECURITIES	10/18/00	06/25/02	5,219 76	5,129 72	90 04
0	CORP 1998-11 2A1DTP					
0	10/1/1998 6 5% 11/25/2013					
0	PNC MORTGAGE SECURITIES	01/23/01	06/25/02	4,135 13	4,145 96	10 83-
0	CORP 1998-11 2A1DTP					
0	10/1/1998 6 5% 11/25/2013					
0	CHASE 1993-M AS DTD	12/11/97	06/25/02	170,068 75	169,165 26	903 49
0	11/1/1993 6 25%					
0	11/25/2009					
0	BEAR STEARNS 95-1 1A DTD	04/06/95	06/25/02	58,448 60	55,668 95	2,779 65
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	12/19/96	06/25/02	42,373 24	42,129 05	244 19
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	05/21/98	06/25/02	1,324 16	1,348 62	24 46-
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	06/19/98	06/25/02	2,317 29	2,361 97	44 68-
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	08/17/00	06/25/02	231 73	226 95	4 78
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	10/18/00	06/25/02	993 12	991 75	1 37
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	01/23/01	06/25/02	1,655 21	1,661 28	6 07-
0	4/1/1995 6 47% 5/25/2010					
0	GMAC MTG CORP LN TR SER	01/19/01	06/25/02	1,405,550 42	1,405,399 74	150 68
0	2001HLTI CL A12 DTD					
0	1/1/2001 6 04% 9/25/2026					
0	FHLMC GR#18-4176 DTD	09/15/89	07/15/02	1,185 01	1,087 99	97 02
0	9/1/1979 7 25% 9/1/2009					
0	FHLMC GR#18-4879 DTD	04/11/88	07/15/02	1,062 11	985 11	77 00
0	7/1/1983 7 75% 12/1/2006					
0	FHLMC GOLD #C00109 DTD	03/30/92	07/15/02	14,345 67	14,212 78	132 89

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #C00109 DTD	01/05/95	07/15/02	837 23	813 61	23 62
0	FHLMC GOLD #C00109 DTD	03/26/98	07/15/02	201 21	209 76	8 55-
0	FHLMC GOLD #C00109 DTD	01/23/01	07/15/02	1,218 19	1,254 93	36 74-
0	FHLMC GOLD #B70037 DTD	04/16/93	07/15/02	62 07	67 39	5 32-
0	GNMA #388164 DTD 3/1/1994	01/17/95	07/15/02	155 48	144 11	11 37
0	GNMA #366782 DTD 5/1/1994	01/24/95	07/15/02	45,641 65	40,892 07	4,749 58
0	FHLMC GR#25-5698 DTD	11/07/95	07/15/02	902 06	932 50	30 44-
0	FHLMC GOLD #D71783 DTD	05/21/98	07/15/02	354 69	368 66	13 97-
0	FHLMC GOLD #D71783 DTD	06/19/98	07/15/02	250 92	259 54	8 62-
0	FHLMC GOLD #D71783 DTD	08/17/00	07/15/02	100 63	101 54	0 91-
0	FHLMC GOLD #D71783 DTD	10/18/00	07/15/02	201 26	205 41	4 15-
0	FHLMC GOLD #D71783 DTD	01/23/01	07/15/02	272 81	281 03	8 22-
0	FHLMC GOLD #D65025 DTD	07/10/96	07/15/02	601 48	627 79	26 31-
0	FHLMC GOLD #A01668 DTD	12/05/96	07/15/02	2,919 41	3,042 12	122 71-
0	FHLMC GOLD #G00802 DTD	11/03/97	07/15/02	127,352 75	125,203 68	2,149 07
0	FHLMC GOLD #G00802 DTD	01/23/01	07/15/02	1,667 37	1,653 82	13 55
0	FHLMC GOLD #G10753 DTD	01/28/98	07/15/02	977 87	986 73	8 86-
0	FHLMC GOLD #G10753 DTD	05/21/98	07/15/02	1,188 98	1,197 53	8 55-
0	FHLMC GOLD #G10753 DTD	08/17/00	07/15/02	205 36	199 78	5 58
0	FHLMC GOLD #G00803 DTD	11/03/97	07/15/02	49,279 38	50,542 17	1,262 79-
0	FHLMC GOLD #G00803 DTD	11/03/97	07/15/02	320 16	328 36	8 20-

CONFIDENTIAL

Gain/loss period is long
 Disposal method redemption

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #G00803 DTD	01/28/98	07/15/02	320 16	330 67	10 51-
0	FHLMC GOLD #G00803 DTD	11/1/1997	7 5% 1/1/2023	126 14	129 14	3 00-
0	FHLMC GOLD #G00804 DTD	11/03/97	07/15/02	35,559 04	37,248 09	1,689 05-
0	FHLMC GOLD #G00804 DTD	11/1/1997	8% 6/1/2020	575 01	594 78	19 77-
0	FHLMC GOLD #G00806 DTD	10/03/97	07/15/02	17,132 83	18,404 41	1,271 58-
0	FHLMC GOLD #G00805 DTD	11/03/97	07/15/02	4,491 21	4,768 40	277 19-
0	FHLMC GOLD #G00805 DTD	06/19/98	07/15/02	72 23	75 37	3 14-
0	FHLMC GOLD #G00805 DTD	01/23/01	07/15/02	1,462 55	1,521 51	58 96-
0	FHLMC #555357 DTD	11/03/97	07/15/02	1,533 42	1,682 45	149 03-
0	FHLMC #555357 DTD	11/1/1997	10% 4/1/2020	92 52	100 60	8 08-
0	FHLMC #555359 DTD	11/03/97	07/15/02	1,157 83	1,156 38	1 45-
0	FHLMC #555359 DTD	06/19/98	07/15/02	80 68	81 13	0 45-
0	FHLMC #555350 DTD	11/03/97	07/15/02	520 53	514 51	6 02
0	FHLMC GOLD #G00807 DTD	11/03/97	07/15/02	9,473 76	10,178 36	704 60-
0	FHLMC GOLD #G00807 DTD	06/19/98	07/15/02	138 50	148 59	10 09-
0	FHLMC GOLD #D78101 DTD	01/12/99	07/15/02	61,617 60	64,621 46	3,003 86-
0	GNMA #451439 DTD	06/15/00	07/15/02	36,144 63	36,031 71	112 92
0	GNMA #433241 DTD	06/15/00	1/1/1997	27,907 23	27,815 66	91 57
0	GNMA #458709 DTD	06/15/00	07/15/02	7,613 33	7,588 35	24 98
0	GNMA #459979 DTD	06/15/00	07/15/02	53,842 83	53,666 15	176 68
0	GNMA #448687 DTD	06/15/00	07/15/02	492 49	490 87	1 62

CONFIDENTIAL

Gain/loss period is long
 Disposal method is redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE	ACQUIRED	DISPOSED	PROCEEDS	BASIS	DISPOSED	GAIN/(LOSS)
0	GNMA #434877 DTD 9/1/2000	08/31/00	07/15/02	232,912	59	241,028	13	8,115
0	GNMA #454196 DTD 8/1/1998	05/25/01	07/15/02	98,725	27	99,542	84	817
0	FHLMC GOLD #C10886 DTD 7/8/15/2028	05/25/01	07/15/02	3,385	57	3,408	06	22
0	FHLMC GOLD # D89355 DTD 6/1/1998	06/13/01	07/15/02	33,866	04	34,090	93	224
0	FHLMC GOLD #D87863 DTD 5/1/1998	05/25/01	07/15/02	144	80	145	76	0
0	FNMA #50207 DTD 6/1/1989	10/13/89	07/25/02	531	88	549	17	17
0	FNMA #50207 DTD 6/1/2004	11/27/89	07/25/02	22	43	23	25	0
0	FNMA #45685 DTD 4/1/1987	05/21/98	07/25/02	14,426	36	15,445	22	1,018
0	FNMA #166121 DTD 7/1/1992	07/25/94	07/25/02	1,659	71	1,709	24	49
0	FNMA #166124 DTD 7/1/1992	06/14/94	07/25/02	5,028	29	5,441	55	413
0	FNMA #287152 DTD 6/1/1994	05/21/98	07/25/02	4,728	36	4,879	07	150
0	FNMA #287152 DTD 6/1/2009	06/19/98	07/25/02	1,891	04	1,943	04	52
0	FNMA #288864 DTD 7/1/1994	06/22/94	07/25/02	54	12	53	83	0
0	FNMA #287809 DTD 6/1/1994	07/29/94	07/25/02	1,611	53	1,605	49	6
0	FNMA #22355 DTD 12/1/1985	04/25/95	07/25/02	3,194	21	3,154	78	39
0	FNMA #316218 DTD 6/1/1995	06/21/95	07/25/02	446	64	435	33	11
0	FNMA #44097 DTD 6/1/1991	12/05/96	07/25/02	17,738	01	17,790	66	52
0	FNMA #44097 DTD 6/1/1991	11/30/95	07/25/02	21,991	84	22,211	76	219
0	FNMA #336554 DTD 1/1/1996	05/21/98	07/25/02	211	29	218	95	7

CONFIDENTIAL

Gain/loss period is long
 Disposal method redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 JAMES BELANGER ADMINISTRATOR
 STEVE LEHMAN INV OFFICER
 FRANCIS MEHARFFEY TAX OFFICER

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #336554 DTD 1/1/1996	06/19/98	07/25/02	113 08	117 82	4 74-
0	FNMA #336554 DTD 1/1/1996	08/17/00	07/25/02	17 38	17 82	0 44-
0	FNMA #363680 DTD 11/1/2019	08/21/96	07/25/02	301,015 71	303,743 67	2,727 96-
0	FNMA #1405 DTD 1/1/1983	12/05/96	07/25/02	555 72	554 50	1 22
0	FNMA #368076 DTD 4/1/2004	12/09/96	07/25/02	547 71	557 98	10 27-
0	FNMA #365834 DTD 12/1/1996	12/05/96	07/25/02	69,525 21	70,084 67	559 46-
0	FNMA #390895 DTD 6/1/1997	06/17/97	07/25/02	13,853 55	14,130 62	277 07-
0	FNMA #313796 DTD 8 & 6/1/2027	10/17/97	07/25/02	873 80	956 57	82 77-
0	FNMA #313799 DTD 10/1/1997	10/17/97	07/25/02	11,476 43	12,251 99	775 56-
0	FNMA #313799 DTD 10/1/1997	06/19/98	07/25/02	120 24	125 50	5 26-
0	FNMA #313800 DTD 10/1/1997	10/17/97	07/25/02	55,679 75	59,044 45	3,364 70-
0	FNMA #313800 DTD 10/1/1997	01/28/98	07/25/02	330 39	346 60	16 21-
0	FNMA #313800 DTD 10/1/1997	10/18/00	07/25/02	1,386 25	1,426 26	40 01-
0	FNMA #313801 DTD 10/1/1997	10/17/97	07/25/02	19,566 31	20,553 04	986 73-
0	FNMA #313801 DTD 10/1/1997	10/18/00	07/25/02	653 28	672 26	18 98-
0	FNMA #313807 DTD 10/1/1997	10/17/97	07/25/02	3,334 89	3,439 49	104 60-
0	FNMA #313807 DTD 10/1/1997	01/28/98	07/25/02	328 87	339 05	10 18-
0	FNMA #313811 DTD 10/1/1997	10/17/97	07/25/02	42,400 66	42,885 94	485 28-
0	FNMA #313811 DTD 10/1/1997	06/19/98	07/25/02	1,030 98	1,043 22	12 24-
0	FNMA #313814 DTD 10/1/1997	10/17/97	07/25/02	11,202 22	11,148 40	53 82
0	FNMA #313815 DTD 10/1/1997	10/17/97	07/25/02	21,917 24	21,910 38	6 86

CONFIDENTIAL

Gain/loss period is long
 Disposal method redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 THE PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	07/25/02	2,088 83	2,090 79	1 96-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	07/25/02	156 44	157 42	0 98-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98	07/25/02	5,392 34	5,432 79	40 45-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98	07/25/02	1,610 35	1,616 39	6 04-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00	07/25/02	230 05	223 79	6 26
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00	07/25/02	2,447 71	2,427 98	19 73
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99	07/25/02	609 39	608 44	0 95
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00	07/25/02	340 17	337 72	2 45
0	FNMA #509653 DTD 9/1/1999	10/07/99	07/25/02	149 65	149 41	0 24
0	FNMA #511205 DTD 9/1/1999	10/07/99	07/25/02	5,602 03	5,593 28	8 75
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	02/25/98	07/25/02	159,365 53	158,319 69	1,045 84
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	05/21/98	07/25/02	1,921 15	1,927 26	6 11-
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	06/19/98	07/25/02	287 27	287 21	0 06
0	PNC MORTGAGE SECURITIES 10/1/1998 6 5% 11/25/2013	04/06/00	07/25/02	149,180 01	143,003 03	6,176 98
0	PNC MORTGAGE SECURITIES 10/1/1998 6 5% 11/25/2013	08/17/00	07/25/02	358 70	347 12	11 58
0	PNC MORTGAGE SECURITIES 10/1/1998 6 5% 11/25/2013	10/18/00	07/25/02	2,985 94	2,934 43	51 51
0	PNC MORTGAGE SECURITIES 10/1/1998 6 5% 11/25/2013	01/23/01	07/25/02	2,365 48	2,371 68	6 20-

Gain/loss period is long
 Disposal method is redemption

CONFIDENTIAL

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	BEAR STEARNS 95-1 1A DTD	04/06/95	07/25/02	52,079 99	49,603 22	2,476 77
0	BEAR STEARNS 95-1 1A DTD	4/1/1995	6 47% 5/25/2010			
0	BEAR STEARNS 95-1 1A DTD	12/19/96	07/25/02	37,756 22	37,538 63	217 59
0	BEAR STEARNS 95-1 1A DTD	4/1/1995	6 47% 5/25/2010			
0	BEAR STEARNS 95-1 1A DTD	05/21/98	07/25/02	1,179 88	1,201 67	21 79-
0	BEAR STEARNS 95-1 1A DTD	4/1/1995	6 47% 5/25/2010			
0	BEAR STEARNS 95-1 1A DTD	06/19/98	07/25/02	2,064 79	2,104 60	39 81-
0	BEAR STEARNS 95-1 1A DTD	4/1/1995	6 47% 5/25/2010			
0	BEAR STEARNS 95-1 1A DTD	08/17/00	07/25/02	206 48	202 22	4 26
0	BEAR STEARNS 95-1 1A DTD	4/1/1995	6 47% 5/25/2010			
0	BEAR STEARNS 95-1 1A DTD	10/18/00	07/25/02	884 91	883 69	1 22
0	BEAR STEARNS 95-1 1A DTD	4/1/1995	6 47% 5/25/2010			
0	BEAR STEARNS 95-1 1A DTD	01/23/01	07/25/02	1,474 86	1,480 27	5 41-
0	CHASE 1993-M AS DTD	12/11/97	07/25/02	164,071 96	163,200 33	871 63
0	CHASE 1993-M AS DTD	11/1/1993	6 25%			
0	FHLMC GR#18-4176 DTD	09/15/89	08/15/02	1,193 23	1,095 53	97 70
0	FHLMC GR#18-4879 DTD	04/11/88	08/15/02	1,069 93	992 36	77 57
0	FHLMC GR#18-4879 DTD	7/1/1983	12/1/2006			
0	FHLMC GOLD #C00109 DTD	03/30/92	08/15/02	10,624 04	10,525 63	98 41
0	FHLMC GOLD #C00109 DTD	4/1/1992	8% 4/1/2022			
0	FHLMC GOLD #C00109 DTD	01/05/95	08/15/02	620 03	602 54	17 49
0	FHLMC GOLD #C00109 DTD	03/26/98	08/15/02	149 01	155 34	6 33-
0	FHLMC GOLD #C00109 DTD	4/1/1992	8% 4/1/2022			
0	FHLMC GOLD #C00109 DTD	01/23/01	08/15/02	902 17	929 37	27 20-
0	FHLMC GOLD #B70037 DTD	04/16/93	08/15/02	62 59	67 95	5 36-
0	GNMA #388164 DTD 3/1/1994	01/17/95	08/15/02	156 34	144 91	11 43
0	GNMA #366782 DTD 5/1/1994	01/24/95	08/15/02	24,932 15	22,337 65	2,594 50
0	GNMA #366782 DTD 5/15/2024	7% 3/15/2024				
0	FHLMC GR#25-5698 DTD	11/07/95	08/15/02	848 16	876 78	28 62-
0	FHLMC GOLD #D71783 DTD	05/21/98	08/15/02	363 51	377 82	14 31-
0	FHLMC GOLD #D71783 DTD	06/19/98	08/15/02	257 16	266 00	8 84-

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Gain/loss period is long
 Disposal method is redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #D1783 DTD 5/1/1996 8% 12/1/2024	08/17/00	08/15/02	103 13	104 07	0 94-
0	FHLMC GOLD #D1783 DTD 5/1/1996 8% 12/1/2024	10/18/00	08/15/02	206 27	210 52	4 25-
0	FHLMC GOLD #D1783 DTD 5/1/1996 8% 12/1/2024	01/23/01	08/15/02	279 59	288 02	8 43-
0	FHLMC GOLD #D65025 DTD 5/1/1996 8% 12/1/2024	07/10/96	08/15/02	1,380 39	1,440 78	60 39-
0	FHLMC GOLD #A01668 DTD 10/1/1995 9% 5/1/2025	12/05/96	08/15/02	2,495 67	2,600 57	104 90-
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	01/28/98	08/15/02	1,831 34	1,847 94	16 60-
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	05/21/98	08/15/02	2,226 72	2,242 72	16 00-
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	08/17/00	08/15/02	384 59	374 14	10 45
0	FHLMC GOLD #G00802 DTD 11/1/1997 6 5% 11/1/2025	11/03/97	08/15/02	83,228 17	81,823 70	1,404 47
0	FHLMC GOLD #G00802 DTD 11/1/1997 6 5% 11/1/2025	01/23/01	08/15/02	1,089 67	1,080 81	8 86
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	08/15/02	37,363 11	38,320 54	957 43-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	08/15/02	242 74	248 96	6 22-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	01/28/98	08/15/02	242 74	250 71	7 97-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	06/19/98	08/15/02	95 64	97 91	2 27-
0	FHLMC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020	11/03/97	08/15/02	49,150 26	51,484 90	2,334 64-
0	FHLMC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020	06/19/98	08/15/02	794 79	822 11	27 32-
0	FHLMC GOLD #G00806 DTD 11/1/1997 9% 2/1/2021	10/03/97	08/15/02	3,771 43	4,051 34	279 91-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	11/03/97	08/15/02	2,517 52	2,672 90	155 38-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	06/19/98	08/15/02	40 49	42 25	1 76-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	01/23/01	08/15/02	819 82	852 87	33 05-
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	11/03/97	08/15/02	2,905 03	3,187 36	282 33-

CONFIDENTIAL

Gain/loss period is long disposal method redemption

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

01/01/2002 TO 12/31/2002

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	06/19/98	08/15/02	175 27	190 58	15 31-
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	11/03/97	08/15/02	1,008 26	1,007 00	1 26
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	06/19/98	08/15/02	70 26	70 65	0 39-
0	FHLMC #555350 DTD 11/1/1997 6 5% 4/1/2008	11/03/97	08/15/02	1,030 80	1,018 89	11 91
0	FHLMC GOLD #G00807 DTD 11/1/1997 6% 11/1/2008	11/03/97	08/15/02	10,584 84	11,372 09	787 25-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	06/19/98	08/15/02	154 75	166 01	11 26-
0	FHLMC GOLD #D78101 DTD 11/1/1997 9 5% 3/1/2021	01/12/99	08/15/02	1,281 61	1,344 09	62 48-
0	GNMA #451439 DTD 9/1/1997	06/15/00	08/15/02	27,440 22	27,354 50	85 72
0	GNMA #458709 DTD 7 5% 9/15/2027	06/15/00	08/15/02	25,750 85	25,666 35	84 50
0	GNMA #448687 DTD 9/1/1997	06/15/00	08/15/02	30,865 54	30,764 26	101 28
0	GNMA #433241 DTD 1/1/1997	06/15/00	08/15/02	8,628 50	8,600 19	28 31
0	GNMA #459979 DTD 7 5% 1/15/2027	06/15/00	08/15/02	601 02	599 05	1 97
0	GNMA #434877 DTD 9/1/2000	08/31/00	08/15/02	249,107 44	257,787 28	8,679 84-
0	GNMA #454196 DTD 8/1/1998	05/25/01	08/15/02	153,479 49	154,750 49	1,271 00-
0	FHLMC GOLD #C10886 DTD 6/1/1998 7% 6/1/2028	05/25/01	08/15/02	536 35	539 91	3 56-
0	FHLMC GOLD # D89355 DTD 5/1/1998 7% 5/1/2028	06/13/01	08/15/02	53,400 82	53,755 44	354 62-
0	FHLMC GOLD #D87863 DTD 4/1/1998 7% 3/1/2028	05/25/01	08/15/02	91 67	92 28	0 61-
0	FNMA #50207 DTD 6/1/1989	10/13/89	08/25/02	536 80	554 24	17 44-
0	FNMA #50207 DTD 6/1/1989	11/27/89	08/25/02	22 63	23 47	0 84-
0	FNMA #45685 DTD 4/1/1987	05/21/98	08/25/02	233 15	249 61	16 46-

Gain/loss period is long
 Disposal method is redemption

CONFIDENTIAL

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #166121 DTD 7/1/1992	07/25/94	08/25/02	1,683 61	1,733 86	50 25-
0	FNMA #166124 DTD 7/1/1992	06/14/94	08/25/02	46,902 35	50,757 14	3,854 79-
0	FNMA #287152 DTD 6/1/1994	05/21/98	08/25/02	4,272 13	4,408 30	136 17-
0	FNMA #287152 DTD 6/1/1994	06/19/98	08/25/02	1,708 58	1,755 56	46 98-
0	FNMA #288864 DTD 7/1/1994	06/22/94	08/25/02	54 45	54 16	0 29
0	FNMA #287809 DTD 6/1/1994	07/29/94	08/25/02	813 03	809 98	3 05
0	FNMA #290902 DTD 8/1/1994	05/21/98	08/25/02	46 19	47 46	1 27-
0	FNMA #22355 DTD 12/1/1985	04/25/95	08/25/02	3,774 02	3,727 43	46 59
0	FNMA #316218 DTD 6/1/1995	06/21/95	08/25/02	449 38	438 00	11 38
0	FNMA #44097 DTD 6/1/1991	12/05/96	08/25/02	18,268 21	18,322 44	54 23-
0	FNMA #44097 DTD 6/1/1991	11/30/95	08/25/02	22,649 19	22,875 68	226 49-
0	FNMA #336554 DTD 1/1/1996	05/21/98	08/25/02	212 94	220 66	7 72-
0	FNMA #336554 DTD 1/1/1996	06/19/98	08/25/02	113 97	118 74	4 77-
0	FNMA #336554 DTD 1/1/1996	08/17/00	08/25/02	17 52	17 96	0 44-
0	FNMA #363680 DTD 11/1/1996	08/21/96	08/25/02	88,174 96	88,974 05	799 09-
0	FNMA #1405 DTD 1/1/1983	12/05/96	08/25/02	385 56	384 72	0 84
0	FNMA #368076 DTD 12/09/96	08/25/02	12/09/96	551 59	561 93	10 34-
0	FNMA #365834 DTD 12/1/1996	08/25/02	12/05/96	2,000 28	2,016 38	16 10-
0	FNMA #390895 DTD 6/1/1997	06/17/97	08/25/02	1,181 15	1,204 77	23 62-
0	FNMA #313796 DTD 8/6/1/2027	10/17/97	08/25/02	3,004 21	3,288 79	284 58-
0	FNMA #313799 DTD 10/1/1997	08/25/02	10/17/97	17,714 10	18,911 19	1,197 09-

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Gain/loss period is long
 Disposal method is redemption

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

01/01/2002 TO 12/31/2002

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #13799 DTD	06/19/98	08/25/02	185 59	193 71	8 12-
0	10/1/1997 8 5% 1/1/2025	10/17/97	08/25/02	44,246 18	46,919 96	2,673 78-
0	FNMA #13800 DTD	10/17/97	08/25/02	262 55	275 43	12 88-
0	10/1/1997 8 5% 8/1/2019	01/28/98	08/25/02	1,101 59	1,133 38	31 79-
0	FNMA #13801 DTD	10/17/97	08/25/02	19,479 57	20,461 92	982 35-
0	10/1/1997 8 5% 1/1/2012	10/18/00	08/25/02	650 38	669 28	18 90-
0	FNMA #13807 DTD	10/17/97	08/25/02	4,769 80	4,919 42	149 62-
0	10/1/1997 7 5% 2/1/2023	01/28/98	08/25/02	470 38	484 93	14 55-
0	FNMA #13811 DTD	10/17/97	08/25/02	24,677 04	24,959 48	282 44-
0	10/1/1997 7% 3/1/2012	06/19/98	08/25/02	600 03	607 15	7 12-
0	FNMA #13814 DTD	10/17/97	08/25/02	10,516 23	10,465 71	50 52
0	10/1/1997 6 5% 6/1/2021	10/17/97	08/25/02	14,738 29	14,733 68	4 61
0	FNMA #13815 DTD	01/28/98	08/25/02	1,404 64	1,405 96	1 32-
0	10/1/1997 6 5% 1/1/2011	03/26/98	08/25/02	105 20	105 85	0 65-
0	FNMA #13815 DTD	05/21/98	08/25/02	3,626 09	3,653 29	27 20-
0	10/1/1997 6 5% 1/1/2011	06/19/98	08/25/02	1,082 88	1,086 94	4 06-
0	FNMA #13815 DTD	08/17/00	08/25/02	154 69	150 49	4 20
0	10/1/1997 6 5% 1/1/2011	10/18/00	08/25/02	1,645 97	1,632 70	13 27
0	FNMA #13815 DTD	11/07/99	08/25/02	759 51	758 32	1 19
0	10/1/1999 7 5% 10/1/2029	08/17/00	08/25/02	423 96	420 91	3 05
0	FNMA #518567 DTD	10/07/99	08/25/02	17,449 81	17,422 55	27 26

Gain/loss period is long
 Disposal method redemption

CONFIDENTIAL

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #511205 DTD 9/1/1999	10/07/99	08/25/02	129 17	128 97	0 20
0	COUNTRYWIDE 6 5 6/25/13	02/25/98	08/25/02	185,584 81	184,366 91	1,217 90
0	DTD 4/1/1998 6 5%					
0	6/25/2013					
0	COUNTRYWIDE 6 5 6/25/13	05/21/98	08/25/02	2,237 22	2,244 34	7 12-
0	DTD 4/1/1998 6 5%					
0	6/25/2013					
0	COUNTRYWIDE 6 5 6/25/13	06/19/98	08/25/02	334 54	334 46	0 08
0	DTD 4/1/1998 6 5%					
0	6/25/2013					
0	BEAR STEARNS 95-1 1A DTD	04/06/95	08/25/02	58,439 95	55,660 71	2,779 24
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	12/19/96	08/25/02	42,366 98	42,122 81	244 17
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	05/21/98	08/25/02	1,323 97	1,348 42	24 45-
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	06/19/98	08/25/02	2,316 94	2,361 62	44 68-
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	08/17/00	08/25/02	231 69	226 91	4 78
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	10/18/00	08/25/02	992 98	991 61	1 37
0	4/1/1995 6 47% 5/25/2010					
0	BEAR STEARNS 95-1 1A DTD	01/23/01	08/25/02	1,654 96	1,661 04	6 08-
0	4/1/1995 6 47% 5/25/2010					
0	PNC MORTGAGE SECURITIES	04/06/00	08/25/02	265,647 55	254,648 08	10,999 47
0	CORP 1998-11 2A1DTD					
0	10/1/1998 6 5% 11/25/2013					
0	PNC MORTGAGE SECURITIES	08/17/00	08/25/02	638 74	618 12	20 62
0	CORP 1998-11 2A1DTD					
0	10/1/1998 6 5% 11/25/2013					
0	PNC MORTGAGE SECURITIES	10/18/00	08/25/02	5,317 11	5,225 40	91 71
0	CORP 1998-11 2A1DTD					
0	10/1/1998 6 5% 11/25/2013					
0	PNC MORTGAGE SECURITIES	01/23/01	08/25/02	4,212 26	4,223 29	11 03-
0	CORP 1998-11 2A1DTD					
0	10/1/1998 6 5% 11/25/2013					
0	CHASE 1993-M A5 DTD	12/11/97	08/25/02	158,278 14	157,437 28	840 86
0	11/1/1993 6 25%					
	11/25/2009					

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FHLMC GR#18-4176 DTD	09/15/89	09/15/02	1,191 27	1,093 74	97 53
0	FHLMC GR#18-4879 DTD	04/11/88	09/15/02	6,340 40	5,880 69	459 71
0	FHLMC GOLD #C00109 DTD	03/30/92	09/15/02	11,830 68	11,721 10	109 58
0	FHLMC GOLD #C00109 DTD	01/05/95	09/15/02	690 46	670 97	19 49
0	FHLMC GOLD #C00109 DTD	03/26/98	09/15/02	165 93	172 98	7 05-
0	FHLMC GOLD #C00109 DTD	01/23/01	09/15/02	1,004 63	1,034 93	30 30-
0	FHLMC GOLD #B70037 DTD	04/16/93	09/15/02	62 86	68 25	5 39-
0	GNMA #388164 DTD 3/1/1994	01/17/95	09/15/02	157 46	145 95	11 51
0	GNMA #366782 DTD 5/1/1994	01/24/95	09/15/02	60,106 13	53,851 34	6,254 79
0	FHLMC GR#25-5698 DTD	11/07/95	09/15/02	7,367 28	7,615 93	248 65-
0	FHLMC GOLD #D71783 DTD	05/21/98	09/15/02	417 79	434 25	16 46-
0	FHLMC GOLD #D71783 DTD	06/19/98	09/15/02	295 56	305 72	10 16-
0	FHLMC GOLD #D71783 DTD	08/17/00	09/15/02	118 53	119 61	1 08-
0	FHLMC GOLD #D71783 DTD	10/18/00	09/15/02	237 07	241 96	4 89-
0	FHLMC GOLD #D71783 DTD	01/23/01	09/15/02	321 35	331 03	9 68-
0	FHLMC GOLD #D65025 DTD	07/10/96	09/15/02	460 61	480 76	20 15-
0	FHLMC GOLD #A01668 DTD	12/05/96	09/15/02	5,257 21	5,478 18	220 97-
0	FHLMC GOLD #G10753 DTD	01/28/98	09/15/02	1,785 72	1,801 91	16 19-
0	FHLMC GOLD #G10753 DTD	05/21/98	09/15/02	2,171 25	2,186 85	15 60-
0	FHLMC GOLD #G10753 DTD	08/17/00	09/15/02	375 01	364 82	10 19

Gain/loss period as long
 Disposal method redemption

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #G00802 DTD 11/03/97 09/15/02	11/03/97	09/15/02	315,733 40	310,405 40	5,328 00
0	FHLMC GOLD #G00802 DTD 01/23/01 09/15/02	01/23/01	09/15/02	4,133 74	4,100 15	33 59
0	FHLMC GOLD #G00803 DTD 11/03/97 09/15/02	11/03/97	09/15/02	63,023 31	64,638 28	1,614 97-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	09/15/02	409 45	419 94	10 49-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	01/28/98	09/15/02	409 45	422 89	13 44-
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	06/19/98	09/15/02	161 32	165 15	3 83-
0	FHLMC GOLD #G00804 DTD 11/03/97 09/15/02	11/03/97	09/15/02	53,075 46	55,596 54	2,521 08-
0	FHLMC GOLD #G00804 DTD 11/1/1997 8% 6/1/2020	06/19/98	09/15/02	858 26	887 77	29 51-
0	FHLMC GOLD #G00806 DTD 10/03/97 09/15/02	10/03/97	09/15/02	6,238 69	6,701 72	463 03-
0	FHLMC GOLD #G00805 DTD 11/03/97 09/15/02	11/03/97	09/15/02	1,790 02	1,900 50	110 48-
0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	06/19/98	09/15/02	28 79	30 04	1 25-
0	FHLMC GOLD #G00805 DTD 01/23/01 09/15/02	01/23/01	09/15/02	582 92	606 42	23 50-
0	FHLMC #555357 DTD 11/03/97 09/15/02	11/03/97	09/15/02	1,973 03	2,164 78	191 75-
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	06/19/98	09/15/02	119 04	129 44	10 40-
0	FHLMC #555359 DTD 11/03/97 09/15/02	11/03/97	09/15/02	1,172 25	1,170 79	1 46-
0	FHLMC #555359 DTD 06/19/98 09/15/02	06/19/98	09/15/02	81 69	82 15	0 46-
0	FHLMC #555350 DTD 11/03/97 09/15/02	11/03/97	09/15/02	472 74	467 28	5 46-
0	FHLMC GOLD #G00807 DTD 11/03/97 09/15/02	11/03/97	09/15/02	3,655 74	3,927 64	271 90-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	06/19/98	09/15/02	53 45	57 34	3 89-
0	FHLMC GOLD #D78101 DTD 01/12/99 09/15/02	01/12/99	09/15/02	816 99	856 82	39 83-
0	GNMA #451439 DTD 9/1/1997 06/15/00 09/15/02	06/15/00	09/15/02	59,321 82	59,136 50	185 32

CONFIDENTIAL

Gain/loss period is long
 Disposal method is redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	GNMA #458709 DTD 7 5% 9/15/2027	06/15/00	09/15/02	18,280 74	18,220 76	59 98
0	GNMA #448687 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	09/15/02	8,988 67	8,959 18	29 49
0	GNMA #459979 DTD 7 5% 9/15/2027	06/15/00	09/15/02	602 11	600 14	1 97
0	GNMA #434877 DTD 11/1/1997 7 5% 11/15/2027	08/31/00	09/15/02	318,576 04	329,676 42	11,100 38-
0	GNMA #454196 DTD 9% 9/15/2030	05/25/01	09/15/02	225,561 94	227,429 88	1,867 94-
0	7% 8/15/2028 FHLMC GOLD #C10886 DTD	05/25/01	09/15/02	570 19	573 97	3 78-
0	6/1/1998 7% 6/1/2028 FHLMC GOLD # D89355 DTD	06/13/01	09/15/02	80,518 36	81,053 06	534 70-
0	5/1/1998 7% 5/1/2028 FHLMC GOLD #D87863 DTD	05/25/01	09/15/02	3,799 60	3,824 83	25 23-
0	4/1/1998 7% 3/1/2028 GNMA #433241 DTD	06/15/00	09/15/02	51,513 48	51,344 45	169 03
0	7 5% 1/15/2027	09/13/02	09/13/02	1,547 00	0 00	1,547 00
0	MGI PROPERTIES COM - LIQUIDATING TRUST	09/13/02	09/13/02	3,822 00	0 00	3,822 00
0	MGI PROPERTIES COM - LIQUIDATING TRUST	09/13/02	09/13/02	3,139 50	0 00	3,139 50
0	MGI PROPERTIES COM - LIQUIDATING TRUST	09/13/02	09/13/02	12,558 00	0 00	12,558 00
0	MGI PROPERTIES COM - LIQUIDATING TRUST	09/13/02	09/13/02	2,730 00	0 00	2,730 00
0	FNMA #50207 DTD 10 5% 6/1/2004	10/13/89	09/25/02	541 73	559 33	17 60-
0	FNMA #50207 DTD 10 5% 6/1/2004	6/1/1989	09/25/02	22 84	23 68	0 84-
0	10 5% 6/1/2004 FNMA #45685 DTD	4/1/1987	05/21/98	235 29	251 91	16 62-
0	10% 4/1/2016 FNMA #166121 DTD	7/1/1992	07/25/94	1,698 67	1,749 37	50 70-
0	9% 6/1/2020 FNMA #166124 DTD	7/1/1992	06/14/94	5,140 31	5,562 78	422 47-
0	10% 1/1/2020 FNMA #287152 DTD	6/1/1994	05/21/98	3,508 46	3,620 29	111 83-

CONFIDENTIAL

Gain/loss period is long
 Disposal method redemption

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #287152 DTD 6/1/1994	06/19/98	09/25/02	1,403 15	1,441 74	38 59-
0	FNMA #288864 DTD 7/1/1994	06/22/94	09/25/02	54 85	54 56	0 29
0	FNMA #287809 DTD 6/1/1994	07/29/94	09/25/02	581 91	579 73	2 18
0	FNMA #290902 DTD 8/1/1994	05/21/98	09/25/02	51 27	52 68	1 41-
0	FNMA #22355 DTD 12/1/1985	04/25/95	09/25/02	2,055 26	2,029 89	25 37
0	FNMA #316218 DTD 6/1/1995	06/21/95	09/25/02	840 12	818 85	21 27
0	FNMA #44097 DTD 6/1/1991	12/05/96	09/25/02	16,726 17	16,775 83	49 66-
0	FNMA #44097 DTD 6/1/1991	11/30/95	09/25/02	20,737 36	20,944 73	207 37-
0	FNMA #336554 DTD 1/1/1996	05/21/98	09/25/02	214 61	222 39	7 78-
0	FNMA #336554 DTD 1/1/1996	06/19/98	09/25/02	114 87	119 67	4 80-
0	FNMA #336554 DTD 1/1/1996	08/17/00	09/25/02	17 65	18 10	0 45-
0	FNMA #363680 DTD 11/1/2019	08/21/96	09/25/02	6,414 08	6,472 20	58 12-
0	FNMA #1405 DTD 1/1/1983	12/05/96	09/25/02	217 40	216 92	0 48
0	FNMA #368076 DTD 6 25% 4/1/2004	12/09/96	09/25/02	555 51	565 92	10 41-
0	FNMA #365834 DTD 12/1/1996 8% 11/1/2025	12/05/96	09/25/02	30,264 31	30,507 85	243 54-
0	FNMA #390895 DTD 6/1/1997 8% 6/1/2027	06/17/97	09/25/02	90,113 15	91,915 41	1,802 26-
0	FNMA #313796 DTD 10/1/1997 9 5% 2/1/2021	10/17/97	09/25/02	1,489 87	1,631 00	141 13-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	10/17/97	09/25/02	16,292 36	17,393 36	1,101 00-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	06/19/98	09/25/02	170 69	178 16	7 47-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/17/97	09/25/02	37,260 51	39,512 16	2,251 65-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	01/28/98	09/25/02	221 09	231 94	10 85-

CONFIDENTIAL

Gain/loss period is long
 Disposal method redemption

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/18/00	09/25/02	927 68	954 44	26 76-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/17/97	09/25/02	18,045 80	18,955 85	910 05-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	09/25/02	602 51	620 02	17 51-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	10/17/97	09/25/02	17,561 66	18,112 52	550 86-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	06/19/98	09/25/02	434 51	439 67	5 16-
0	FNMA #313814 DTD 10/1/1997 6 5% 6/1/2021	10/17/97	09/25/02	1,761 53	1,753 07	8 46
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	09/25/02	1,705 07	1,706 66	1 59-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	09/25/02	127 70	128 50	0 80-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98	09/25/02	4,401 65	4,434 66	33 01-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98	09/25/02	1,314 49	1,319 42	4 93-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00	09/25/02	187 78	182 68	5 10
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00	09/25/02	1,998 01	1,981 91	16 10
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99	09/25/02	1,497 88	1,495 54	2 34
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00	09/25/02	836 12	830 12	6 00
0	FNMA #509653 DTD 9/1/1999	10/07/99	09/25/02	6,638 00	6,627 62	10 38
0	FNMA #511205 DTD 9/1/1999	10/07/99	09/25/02	12,302 80	12,283 58	19 22
0	COUNTYWIDE 6 5 6/25/13	02/25/98	09/25/02	215,250 79	213,838 21	1,412 58

CONFIDENTIAL

Gain/loss period is long
 Disposal method is redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	COUNTRYWIDE 6 5 6/25/13 DTD 4/1/1998 6 5%	05/21/98 09/25/02	05/21/98 09/25/02	2,594 85	2,603 11	8 26-
0	6/25/2013 COUNTRYWIDE 6 5 6/25/13	06/19/98 09/25/02	06/19/98 09/25/02	388 01	387 93	0 08
0	6/25/2013 DTD 4/1/1998 6 5%	04/06/00 09/25/02	04/06/00 09/25/02	422,872 22	405,362 68	17,509 54
0	PNC MORTGAGE SECURITIES CORP 1998-11 2A1DTP 10/1/1998 6 5% 11/25/2013	08/17/00 09/25/02	08/17/00 09/25/02	1,016 79	983 95	32 84
0	PNC MORTGAGE SECURITIES CORP 1998-11 2A1DTP 10/1/1998 6 5% 11/25/2013	10/18/00 09/25/02	10/18/00 09/25/02	8,464 07	8,318 08	145 99
0	PNC MORTGAGE SECURITIES CORP 1998-11 2A1DTP 10/1/1998 6 5% 11/25/2013	01/23/01 09/25/02	01/23/01 09/25/02	6,705 30	6,722 87	17 57-
0	CHASE 1993-M A5 DTD 11/1/1993 6 25%	12/11/97 09/25/02	12/11/97 09/25/02	152,680 66	151,869 54	811 12
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	04/06/95 09/25/02	04/06/95 09/25/02	85,479 67	81,414 50	4,065 17
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	12/19/96 09/25/02	12/19/96 09/25/02	61,969 85	61,612 72	357 13
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	05/21/98 09/25/02	05/21/98 09/25/02	1,936 56	1,972 32	35 76-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	06/19/98 09/25/02	06/19/98 09/25/02	3,388 98	3,454 32	65 34-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	08/17/00 09/25/02	08/17/00 09/25/02	338 90	331 91	6 99
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	10/18/00 09/25/02	10/18/00 09/25/02	1,452 42	1,450 42	2 00
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	01/23/01 09/25/02	01/23/01 09/25/02	2,420 69	2,429 59	8 90-
0	FHLMC GR#18-4176 DTD 9/1/1979 7 25% 9/1/2009	09/15/89 10/15/02	09/15/89 10/15/02	3,728 01	3,422 78	305 23
0	FHLMC GR#18-4879 DTD 7/1/1983 7 75% 12/1/2006	04/11/88 10/15/02	04/11/88 10/15/02	995 22	923 06	72 16
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/30/92 10/15/02	03/30/92 10/15/02	12,849 50	12,730 48	119 02

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	01/05/95	10/15/02	749 91	728 75	21 16
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/26/98	10/15/02	180 22	187 88	7 66
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	01/23/01	10/15/02	1,091 15	1,124 05	32 90
0	FHLMC GOLD #B70037 DTD 12/1/1991 9 5% 6/1/2020	04/16/93	10/15/02	5,969 79	6,481 88	512 09
0	GNMA #388164 DTD 3/1/1994	01/17/95	10/15/02	158 52	146 93	11 59
0	GNMA #366782 DTD 5/1/1994	01/24/95	10/15/02	69,407 49	62,184 77	7,222 72
0	FHLMC GR#25-5698 DTD 7% 5/15/2024	11/07/95	10/15/02	1,175 24	1,214 90	39 66
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	05/21/98	10/15/02	3,401 02	3,534 94	133 92
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	06/19/98	10/15/02	2,405 98	2,488 68	82 70
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	08/17/00	10/15/02	964 92	973 66	8 74
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	10/18/00	10/15/02	1,929 83	1,969 64	39 81
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	01/23/01	10/15/02	2,615 87	2,694 75	78 88
0	FHLMC GOLD #D65025 DTD 10/1/1995 9% 5/1/2025	07/10/96	10/15/02	499 93	521 80	21 87
0	FHLMC GOLD #A01668 DTD 12/1/1996 8 25% 5/1/2017	12/05/96	10/15/02	4,324 30	4,506 05	181 75
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	01/28/98	10/15/02	2,569 40	2,592 68	23 28
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	05/21/98	10/15/02	3,124 11	3,146 57	22 46
0	FHLMC GOLD #G10753 DTD 11/1/1997 6 5% 9/1/2009	08/17/00	10/15/02	539 59	524 92	14 67
0	FHLMC GOLD #G00802 DTD 11/1/1997 6 5% 11/1/2025	11/03/97	10/15/02	478,953 10	470,870 76	8,082 34
0	FHLMC GOLD #G00802 DTD 11/1/1997 6 5% 11/1/2025	01/23/01	10/15/02	6,270 69	6,219 75	50 94
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	10/15/02	100,610 96	103,189 12	2,578 16
0	FHLMC GOLD #G00803 DTD 11/1/1997 7 5% 1/1/2023	11/03/97	10/15/02	653 65	670 40	16 75

CONFIDENTIAL

Gain/loss period is long disposal method redemption

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS SECURITY DATE ACQUIRED DATE DATE DISPOSED BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #G00803 DTD	01/28/98	10/15/02	653 65	675 10
0	FHLMC GOLD #G00803 DTD	06/19/98	10/15/02	257 54	263 65
0	FHLMC GOLD #G00803 DTD	11/03/97	10/15/02	35,663 80	37,357 83
0	FHLMC GOLD #G00804 DTD	11/1997 8%	6/1/2020		
0	FHLMC GOLD #G00804 DTD	11/1997 8%	6/1/2020		
0	FHLMC GOLD #G00804 DTD	06/19/98	10/15/02	576 70	596 53
0	FHLMC GOLD #G00806 DTD	11/1997 8%	6/1/2020		
0	FHLMC GOLD #G00806 DTD	10/03/97	10/15/02	4,037 87	4,337 55
0	FHLMC GOLD #G00805 DTD	11/1997 8%	6/1/2021		
0	FHLMC GOLD #G00805 DTD	11/03/97	10/15/02	1,782 63	1,892 65
0	FHLMC GOLD #G00805 DTD	06/19/98	10/15/02	28 67	29 91
0	FHLMC GOLD #G00805 DTD	01/23/01	10/15/02	580 51	603 91
0	FHLMC #555357 DTD	11/03/97	10/15/02	4,352 53	4,775 54
0	FHLMC #555357 DTD	06/19/98	10/15/02	262 61	285 54
0	FHLMC #555359 DTD	11/03/97	10/15/02	1,145 97	1,144 54
0	FHLMC #555359 DTD	06/19/98	10/15/02	79 86	80 30
0	FHLMC #555350 DTD	11/03/97	10/15/02	498 99	493 22
0	FHLMC GOLD #G00807 DTD	11/1997 6%	11/1/2008		
0	FHLMC GOLD #G00807 DTD	11/1997 9%	5% 3/1/2021		
0	FHLMC GOLD #G00807 DTD	06/19/98	10/15/02	40 08	42 99
0	FHLMC GOLD #D78101 DTD	01/12/99	10/15/02	145,055 56	152,127 02
0	GNMA #451439 DTD	06/15/00	10/15/02	40,060 93	39,935 79
0	GNMA #433241 DTD	06/15/00	10/15/02	30,521 68	30,421 53
0	GNMA #458709 DTD	06/15/00	10/15/02	37,494 94	37,371 91
0	GNMA #459979 DTD	06/15/00	10/15/02	606 14	604 15
0	GNMA #448687 DTD	06/15/00	10/15/02	418 90	417 53

Gain/loss period is long
 Disposal method redemption

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEBY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	GNMA #434877 DTD 9/1/2000	08/31/00	10/15/02	23,391 08	24,206 11	815 03-
0	GNMA #454196 DTD 8/1/1998	05/25/01	10/15/02	266,340 90	268,546 54	2,205 64-
0	GNMA #434877 DTD 9/1/2000	08/31/00	10/15/02	23,391 08	24,206 11	815 03-
0	GNMA #454196 DTD 8/1/1998	05/25/01	10/15/02	266,340 90	268,546 54	2,205 64-
0	FHLMC GOLD #C10886 DTD 7/8/15/2028	05/25/01	10/15/02	1,039 57	1,046 47	6 90-
0	FHLMC GOLD # D89355 DTD 6/1/1998	06/13/01	10/15/02	58,395 13	58,782 91	387 78-
0	FHLMC GOLD # D87863 DTD 5/1/1998	05/25/01	10/15/02	3,111 78	3,132 45	20 67-
0	FHLMC GOLD #45685 DTD 4/1/1987	05/21/98	10/25/02	237 48	254 25	16 77-
0	FHLMC GOLD #166124 DTD 7/1/1992	07/25/94	10/25/02	1,876 77	1,932 78	56 01-
0	FHLMC GOLD #166124 DTD 7/1/1992	06/14/94	10/25/02	2,112 88	2,286 53	173 65-
0	FHLMC GOLD #287152 DTD 6/1/1994	05/21/98	10/25/02	5,810 55	5,995 76	185 21-
0	FHLMC GOLD #287152 DTD 6/1/1994	06/19/98	10/25/02	2,323 84	2,387 75	63 91-
0	FHLMC GOLD #288864 DTD 7/1/1994	06/22/94	10/25/02	55 24	54 94	0 30
0	FHLMC GOLD #287809 DTD 6/1/1994	07/29/94	10/25/02	604 22	601 96	2 26
0	FHLMC GOLD #290902 DTD 8/1/1994	05/21/98	10/25/02	17,832 48	18,322 88	490 40-
0	FHLMC GOLD #22355 DTD 12/1/1985	04/25/95	10/25/02	3,010 44	2,973 28	37 16
0	FHLMC GOLD #316218 DTD 6/1/1995	06/21/95	10/25/02	217 38	211 87	5 51
0	FHLMC GOLD #44097 DTD 6/1/1991	12/05/96	10/25/02	16,817 99	16,867 92	49 93-
0	FHLMC GOLD #44097 DTD 6/1/1991	11/30/95	10/25/02	20,851 20	21,059 71	208 51-
0	FHLMC GOLD #336554 DTD 1/1/1996	05/21/98	10/25/02	225 88	234 07	8 19-

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Gain/loss period is long disposal method redemption

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #336554 DTD 1/1/1996	06/19/98	10/25/02	120 89	125 96	5 07-
0	8 5% 11/1/2019 FNMA #336554 DTD 1/1/1996	08/17/00	10/25/02	18 58	19 05	0 47-
0	8 5% 11/1/2019 FNMA #363680 DTD	08/21/96	10/25/02	92,550 41	93,389 14	838 73-
0	11/1/1996 8% 11/1/2026 FNMA #1405 DTD 1/1/1983	12/05/96	10/25/02	116 46	116 21	0 25
0	6 25% 4/1/2004 FNMA #368076 DTD	12/09/96	10/25/02	559 43	569 92	10 49-
0	12/1/1996 8% 11/1/2025 FNMA #365834 DTD	12/05/96	10/25/02	24,400 44	24,596 79	196 35-
0	12/1/1996 8% 12/1/2026 FNMA #390895 DTD 6/1/1997	06/17/97	10/25/02	26,041 00	26,561 82	520 82-
0	8% 6/1/2027 FNMA #313796 DTD	10/17/97	10/25/02	601 75	658 76	57 01-
0	10/1/1997 9 5% 2/1/2021 FNMA #313799 DTD	10/17/97	10/25/02	10,565 77	11,279 79	714 02-
0	10/1/1997 8 5% 1/1/2025 FNMA #313799 DTD	06/19/98	10/25/02	110 70	115 54	4 84-
0	10/1/1997 8 5% 8/1/2019 FNMA #313800 DTD	10/17/97	10/25/02	47,047 02	49,890 06	2,843 04-
0	10/1/1997 8 5% 8/1/2019 FNMA #313800 DTD	01/28/98	10/25/02	279 16	292 86	13 70-
0	10/1/1997 8 5% 8/1/2019 FNMA #313801 DTD	10/18/00	10/25/02	1,171 33	1,205 13	33 80-
0	10/1/1997 8 5% 1/1/2012 FNMA #313801 DTD	10/17/97	10/25/02	24,267 10	25,490 87	1,233 77-
0	10/1/1997 8 5% 1/1/2012 FNMA #313801 DTD	10/18/00	10/25/02	810 22	833 77	23 55-
0	10/1/1997 7 5% 2/1/2023 FNMA #313807 DTD	10/17/97	10/25/02	13,596 72	14,023 22	426 50-
0	10/1/1997 7 5% 2/1/2023 FNMA #313807 DTD	01/28/98	10/25/02	1,340 85	1,382 33	41 48-
0	10/1/1997 7 5% 3/1/2012 FNMA #313811 DTD	10/17/97	10/25/02	11,560 75	11,693 07	132 32-
0	10/1/1997 7 5% 3/1/2012 FNMA #313811 DTD	06/19/98	10/25/02	281 10	284 44	3 34-
0	10/1/1997 6 5% 6/1/2021 FNMA #313814 DTD	10/17/97	10/25/02	1,803 77	1,795 11	8 66
0	10/1/1997 6 5% 1/1/2011 FNMA #313815 DTD	10/17/97	10/25/02	17,899 04	17,893 45	5 59

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARPEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98 10/25/02	01/28/98 10/25/02	1,705 88	1,707 48	1 60-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98 10/25/02	03/26/98 10/25/02	127 76	128 56	0 80-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98 10/25/02	05/21/98 10/25/02	4,403 73	4,436 77	33 04-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98 10/25/02	06/19/98 10/25/02	1,315 12	1,320 05	4 93-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00 10/25/02	08/17/00 10/25/02	187 87	182 76	5 11
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00 10/25/02	10/18/00 10/25/02	1,998 96	1,982 85	16 11
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99 10/25/02	11/07/99 10/25/02	1,894 86	1,891 90	2 96
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00 10/25/02	08/17/00 10/25/02	1,057 72	1,050 12	7 60
0	FNMA #509653 DTD 9/1/1999	10/07/99 10/25/02	10/07/99 10/25/02	24,111 37	24,073 70	37 67
0	FNMA #511205 DTD 9/1/1999	10/07/99 10/25/02	10/07/99 10/25/02	3,417 82	3,412 48	5 34
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	04/06/95 10/25/02	04/06/95 10/25/02	91,238 00	86,898 98	4,339 02
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	12/19/96 10/25/02	12/19/96 10/25/02	66,144 45	65,763 25	381 20
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	05/21/98 10/25/02	05/21/98 10/25/02	2,067 01	2,105 19	38 18-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	06/19/98 10/25/02	06/19/98 10/25/02	3,617 27	3,687 02	69 75-
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	08/17/00 10/25/02	08/17/00 10/25/02	361 73	354 26	7 47
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	10/18/00 10/25/02	10/18/00 10/25/02	1,550 26	1,548 12	2 14
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	01/23/01 10/25/02	01/23/01 10/25/02	2,583 77	2,593 26	9 49-
0	CORP 1998-11 2A DTD PNC MORTGAGE SECURITIES	04/06/00 10/25/02	04/06/00 10/25/02	597,351 56	572,617 48	24,734 08
0	CORP 1998-11 2A DTD PNC MORTGAGE SECURITIES	08/17/00 10/25/02	08/17/00 10/25/02	1,436 32	1,389 93	46 39

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	PNC MORTGAGE SECURITIES	10/18/00	10/25/02	11,956 39	11,750 16	206 23
0	CORP 1998-11 2A1DTD					
0	CORP 1998 6 5% 11/25/2013					
0	PNC MORTGAGE SECURITIES	01/23/01	10/25/02	9,471 94	9,496 75	24 81-
0	CORP 1998-11 2A1DTD					
0	CORP 1998 6 5% 11/25/2013					
0	PNC MORTGAGE SECURITIES	10/1/1998	6 5% 11/25/2013			
0	CORP 1998-11 2A1DTD					
0	CORP 1998 6 5% 11/25/2013					
0	CHASE 1993-M A5 DTD	12/11/97	10/25/02	147,273 07	146,490 69	782 38
0	11/1/1993 6 25%					
0	11/25/2009					
0	COUNTYWIDE 6 5 6/25/13	02/25/98	10/25/02	292,308 99	290,390 71	1,918 28
0	DTD 4/1/1998 6 5%					
0	6/25/2013					
0	COUNTYWIDE 6 5 6/25/13	05/21/98	10/25/02	3,523 78	3,535 00	11 22-
0	DTD 4/1/1998 6 5%					
0	6/25/2013					
0	COUNTYWIDE 6 5 6/25/13	06/19/98	10/25/02	526 92	526 80	0 12
0	DTD 4/1/1998 6 5%					
0	6/25/2013					
0	GLENMEDE FUND INC -	n/a	10/28/02	4,602,265 37	0 00	4,602,265 37
0	ADVISOR SMALL CAP					
0	FHLMC GR#18-4176 DTD	09/15/89	11/15/02	670 78	615 86	54 92
0	9/1/1979 7 25% 9/1/2009					
0	FHLMC GR#18-4879 DTD	04/11/88	11/15/02	1,002 54	929 85	72 69
0	7/1/1983 7 75% 12/1/2006					
0	FHLMC GOLD #C00109 DTD	03/30/92	11/15/02	16,451 95	16,299 56	152 39
0	4/1/1992 8% 4/1/2022					
0	FHLMC GOLD #C00109 DTD	01/05/95	11/15/02	960 16	933 06	27 10
0	4/1/1992 8% 4/1/2022					
0	FHLMC GOLD #C00109 DTD	03/26/98	11/15/02	230 75	240 55	9 80-
0	4/1/1992 8% 4/1/2022					
0	FHLMC GOLD #C00109 DTD	01/23/01	11/15/02	1,397 05	1,439 18	42 13-
0	4/1/1992 8% 4/1/2022					
0	FHLMC GOLD #B70037 DTD	04/16/93	11/15/02	10,904 93	11,840 36	935 43-
0	12/1/1991 9 5% 6/1/2020					
0	GNMA #388164 DTD 3/1/1994	01/17/95	11/15/02	147 10	136 35	10 75
0	7 5% 3/15/2024					
0	GNMA #366782 DTD 5/1/1994	01/24/95	11/15/02	98,607 54	88,346 20	10,261 34
0	7% 5/15/2024					
0	FHLMC GR#25-5698 DTD	11/07/95	11/15/02	1,034 03	1,068 93	34 90-

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #D71783 DTD 05/21/98 11/15/02	05/21/98	11/15/02	3,398 32	3,532 13	133 81-
0	FHLMC GOLD #D71783 DTD 06/19/98 11/15/02	06/19/98	11/15/02	2,404 07	2,486 71	82 64-
0	FHLMC GOLD #D71783 DTD 08/17/00 11/15/02	08/17/00	11/15/02	964 15	972 89	8 74-
0	FHLMC GOLD #D71783 DTD 10/18/00 11/15/02	10/18/00	11/15/02	1,928 31	1,968 08	39 77-
0	FHLMC GOLD #D71783 DTD 01/23/01 11/15/02	01/23/01	11/15/02	2,613 80	2,692 62	78 82-
0	FHLMC GOLD #D65025 DTD 07/10/96 11/15/02	07/10/96	11/15/02	743 93	776 48	32 55-
0	FHLMC GOLD #A01668 DTD 12/05/96 11/15/02	12/05/96	11/15/02	22,097 90	23,026 70	928 80-
0	FHLMC GOLD #G10753 DTD 01/28/98 11/15/02	01/28/98	11/15/02	738 32	745 01	6 69-
0	FHLMC GOLD #G10753 DTD 05/21/98 11/15/02	05/21/98	11/15/02	897 71	904 16	6 45-
0	FHLMC GOLD #G10753 DTD 08/17/00 11/15/02	08/17/00	11/15/02	155 05	150 84	4 21
0	FHLMC GOLD #G00802 DTD 11/03/97 11/15/02	11/03/97	11/15/02	534,518 69	525,498 69	9,020 00
0	FHLMC GOLD #G00802 DTD 01/23/01 11/15/02	01/23/01	11/15/02	6,998 19	6,941 33	56 86
0	FHLMC GOLD #G00803 DTD 11/03/97 11/15/02	11/03/97	11/15/02	53,884 32	55,265 10	1,380 78-
0	FHLMC GOLD #G00803 DTD 11/03/97 11/15/02	11/03/97	11/15/02	350 08	359 05	8 97-
0	FHLMC GOLD #G00803 DTD 01/28/98 11/15/02	01/28/98	11/15/02	350 07	361 56	11 49-
0	FHLMC GOLD #G00803 DTD 06/19/98 11/15/02	06/19/98	11/15/02	137 93	141 21	3 28-
0	FHLMC GOLD #G00804 DTD 11/03/97 11/15/02	11/03/97	11/15/02	59,883 64	62,728 11	2,844 47-
0	FHLMC GOLD #G00804 DTD 06/19/98 11/15/02	06/19/98	11/15/02	968 36	1,001 65	33 29-
0	FHLMC GOLD #G00806 DTD 10/03/97 11/15/02	10/03/97	11/15/02	3,144 33	3,377 69	233 36-
0	FHLMC GOLD #G00805 DTD 11/03/97 11/15/02	11/03/97	11/15/02	2,148 46	2,281 06	132 60-
0	FHLMC GOLD #G00805 DTD 06/19/98 11/15/02	06/19/98	11/15/02	34 55	36 05	1 50-

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Gain/Loss period is long
 Disposal method is redemption

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FHLMC GOLD #G00805 DTD 11/1/1997 8 5% 6/1/2021	01/23/01	11/15/02	699 64	727 85	28 21-
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	11/03/97	11/15/02	1,202 96	1,319 88	116 92-
0	FHLMC #555357 DTD 11/1/1997 10% 4/1/2020	06/19/98	11/15/02	72 58	78 92	6 34-
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	11/03/97	11/15/02	857 13	856 06	1 07
0	FHLMC #555359 DTD 11/1/1997 6 5% 4/1/2008	06/19/98	11/15/02	59 73	60 06	0 33-
0	FHLMC #555350 DTD 11/1/1997 6% 11/1/2008	11/03/97	11/15/02	506 83	500 97	5 86
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	11/03/97	11/15/02	4,070 64	4,373 40	302 76-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	06/19/98	11/15/02	59 51	63 84	4 33-
0	FHLMC GOLD #D78101 DTD 2/1/1997 8 5% 2/1/2027	01/12/99	11/15/02	948 65	994 90	46 25-
0	GNMA #433241 DTD 1/1/1997 7 5% 1/15/2027	06/15/00	11/15/02	11,820 13	11,781 35	38 78
0	GNMA #458709 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	11/15/02	35,351 06	35,235 06	116 00
0	GNMA #448687 DTD 9/1/1997 7 5% 9/15/2027	06/15/00	11/15/02	22,545 21	22,471 23	73 98
0	GNMA #51439 DTD 9/1/1997 7 5% 9/15/2027	06/15/00	11/15/02	39,506 07	39,382 66	123 41
0	GNMA #459979 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	11/15/02	116,018 30	115,637 61	380 69
0	GNMA #434877 DTD 9/1/2000 9% 9/15/2030	08/31/00	11/15/02	77,276 65	79,969 26	2,692 61-
0	GNMA #454196 DTD 8/1/1998 7% 8/15/2028	05/25/01	11/15/02	280,734 40	283,059 23	2,324 83-
0	FHLMC GOLD #C10886 DTD 6/1/1998 7% 6/1/2028	05/25/01	11/15/02	26,575 31	26,751 79	176 48-
0	FHLMC GOLD # D89355 DTD 5/1/1998 7% 5/1/2028	06/13/01	11/15/02	60,419 38	60,820 61	401 23-
0	FHLMC GOLD #D87863 DTD 4/1/1998 7% 3/1/2028	05/25/01	11/15/02	2,778 89	2,797 35	18 46-
0	FNMA #50207 DTD 6/1/1989 10/13/89 11/25/02 10 5% 6/1/2004	10/13/89	11/25/02	434 55	448 67	14 12-

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ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHAFFEY

01/01/2002 TO 12/31/2002

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #50207 DTD 6/1/1989	11/27/89	11/25/02	18 32	19 00	0 68-
0	FNMA #45685 DTD 4/1/1987	05/21/98	11/25/02	239 68	256 61	16 93-
0	10 5% 6/1/2004					
0	FNMA #166121 DTD 7/1/1992	07/25/94	11/25/02	22,549 27	23,222 23	672 96-
0	FNMA #166124 DTD 7/1/1992	06/14/94	11/25/02	958 84	1,037 64	78 80-
0	10% 1/1/2020					
0	FNMA #287152 DTD 6/1/1994	05/21/98	11/25/02	2,482 96	2,562 11	79 15-
0	7 5% 6/1/2009					
0	FNMA #287152 DTD 6/1/1994	06/19/98	11/25/02	993 03	1,020 33	27 30-
0	7 5% 6/1/2009					
0	FNMA #288864 DTD 7/1/1994	06/22/94	11/25/02	55 63	55 33	0 30
0	8% 7/1/2024					
0	FNMA #287809 DTD 6/1/1994	07/29/94	11/25/02	733 13	730 38	2 75
0	7% 3/1/2004					
0	FNMA #290902 DTD 8/1/1994	05/21/98	11/25/02	16 54	17 00	0 46-
0	8% 8/1/2024					
0	FNMA #22355 DTD 12/1/1985	04/25/95	11/25/02	1,284 44	1,268 58	15 86
0	6 75% 1/1/2004					
0	FNMA #316218 DTD 6/1/1995	06/21/95	11/25/02	218 79	213 25	5 54
0	6 5% 8/1/2007					
0	FNMA #44097 DTD 6/1/1991	12/05/96	11/25/02	15,877 71	15,924 84	47 13-
0	6 5% 12/1/2003					
0	FNMA #44097 DTD 6/1/1991	11/30/95	11/25/02	19,685 41	19,882 27	196 86-
0	6 5% 12/1/2003					
0	FNMA #336554 DTD 1/1/1996	05/21/98	11/25/02	17,979 39	18,631 14	651 75-
0	8 5% 11/1/2019					
0	FNMA #336554 DTD 1/1/1996	06/19/98	11/25/02	9,622 92	10,025 88	402 96-
0	8 5% 11/1/2019					
0	FNMA #336554 DTD 1/1/1996	08/17/00	11/25/02	1,478 80	1,516 23	37 43-
0	8 5% 11/1/2019					
0	FNMA #363680 DTD 11/1/1996	08/21/96	11/25/02	217,195 25	219,163 58	1,968 33-
0	11/1/1996 8% 11/1/2026					
0	FNMA #1405 DTD 1/1/1983	12/05/96	11/25/02	76 03	75 87	0 16
0	6 25% 4/1/2004					
0	FNMA #368076 DTD 12/09/96	11/25/02		27,605 93	28,123 54	517 61-
0	12/1/1996 8% 11/1/2025					
0	FNMA #365834 DTD 12/05/96	11/25/02		55,893 01	56,342 78	449 77-
0	12/1/1996 8% 12/1/2026					
0	FNMA #390895 DTD 6/1/1997	06/17/97	11/25/02	1,058 25	1,079 42	21 17-

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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0	FNMA # 313796 DTD 10/1/1997 9 5% 2/1/2021	10/17/97	11/25/02	807 49	883 98	76 49-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	10/17/97	11/25/02	26,136 10	27,902 32	1,766 22-
0	FNMA #313799 DTD 10/1/1997 8 5% 1/1/2025	06/19/98	11/25/02	273 82	285 80	11 98-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/17/97	11/25/02	67,928 60	72,033 50	4,104 90-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	01/28/98	11/25/02	403 07	422 85	19 78-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/18/00	11/25/02	1,691 21	1,740 02	48 81-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/17/97	11/25/02	19,668 89	20,660 78	991 89-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	11/25/02	656 70	675 78	19 08-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	10/17/97	11/25/02	14,731 53	15,193 61	462 08-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	01/28/98	11/25/02	1,452 75	1,497 70	44 95-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	10/17/97	11/25/02	13,045 18	13,194 49	149 31-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	06/19/98	11/25/02	317 20	320 96	3 76-
0	FNMA #313814 DTD 10/1/1997 7% 3/1/2012	10/17/97	11/25/02	48,754 59	48,520 34	234 25
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/17/97	11/25/02	16,206 90	16,201 83	5 07
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	11/25/02	1,544 61	1,546 05	1 44-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	11/25/02	115 68	116 40	0 72-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98	11/25/02	3,987 41	4,017 32	29 91-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98	11/25/02	1,190 79	1,195 25	4 46-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00	11/25/02	170 11	165 48	4 63
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00	11/25/02	1,809 98	1,795 40	14 58
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99	11/25/02	1,830 04	1,827 18	2 86

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Gain/loss period is long disposal method redemption

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #518567 DTD	08/17/00 11/25/02	08/17/00 11/25/02	1,021 54	1,014 20	7 34
0	FNMA #509653 DTD 9/1/1999	10/07/99 11/25/02	10/07/99 11/25/02	115 91	115 73	0 18
0	FNMA #511205 DTD 9/1/1999	10/07/99 11/25/02	10/07/99 11/25/02	15,636 83	15,612 39	24 44
0	COUNTRYWIDE 6 5 6/25/13	02/25/98 11/25/02	02/25/98 11/25/02	275,494 50	273,686 57	1,807 93
0	COUNTRYWIDE 6 5 6/25/13	05/21/98 11/25/02	05/21/98 11/25/02	3,321 08	3,331 65	10 57-
0	COUNTRYWIDE 6 5 6/25/13	06/19/98 11/25/02	06/19/98 11/25/02	496 61	496 50	0 11
0	PNC MORTGAGE SECURITIES	04/06/00 11/25/02	04/06/00 11/25/02	359,584 21	344,695 18	14,889 03
0	PNC MORTGAGE SECURITIES	08/17/00 11/25/02	08/17/00 11/25/02	864 61	836 69	27 92
0	PNC MORTGAGE SECURITIES	10/18/00 11/25/02	10/18/00 11/25/02	7,197 32	7,073 17	124 15
0	PNC MORTGAGE SECURITIES	01/23/01 11/25/02	01/23/01 11/25/02	5,701 77	5,716 71	14 94-
0	CHASE 1993-M A5 DTD	12/11/97 11/25/02	12/11/97 11/25/02	159,419 06	158,572 14	846 92
0	BEAR STEARNS 95-1 1A DTD	04/06/95 11/25/02	04/06/95 11/25/02	75,752 36	72,149 80	3,602 56
0	BEAR STEARNS 95-1 1A DTD	12/19/96 11/25/02	12/19/96 11/25/02	54,917 89	54,601 39	316 50
0	BEAR STEARNS 95-1 1A DTD	05/21/98 11/25/02	05/21/98 11/25/02	1,716 18	1,747 88	31 70-
0	BEAR STEARNS 95-1 1A DTD	06/19/98 11/25/02	06/19/98 11/25/02	3,003 33	3,061 23	57 90-
0	BEAR STEARNS 95-1 1A DTD	08/17/00 11/25/02	08/17/00 11/25/02	300 33	294 14	6 19
0	BEAR STEARNS 95-1 1A DTD	10/18/00 11/25/02	10/18/00 11/25/02	1,287 14	1,285 36	1 78

Gain/loss period is long
 Disposal method redemption

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	01/23/01	11/25/02	2,145 23	2,153 11	7 88-
15,000	GMAC DTD 12/10/1999 6 75%	03/15/00	12/10/02	15,000 00	14,765 10	234 90
10,000,000	GMAC DTD 12/10/1999 6 75%	12/07/99	12/10/02	10,000,000 00	9,986,100 00	13,900 00
225,000	GMAC DTD 12/10/1999 6 75%	01/27/00	12/10/02	225,000 00	221,899 50	3,100 50
50,000	GMAC DTD 12/10/1999 6 75%	08/17/00	12/10/02	50,000 00	49,393 32	606 68
0	FHLMC GR#18-4176 DTD 9/1/1979 7 25% 9/1/2009	09/15/89	12/15/02	1,276 98	1,172 43	104 55
0	FHLMC GR#18-4879 DTD 7/1/1983 7 75% 12/1/2006	04/11/88	12/15/02	1,009 70	936 49	73 21
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/30/92	12/15/02	20,478 63	20,288 94	189 69
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	01/05/95	12/15/02	1,195 16	1,161 44	33 72
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	03/26/98	12/15/02	287 23	299 43	12 20-
0	FHLMC GOLD #C00109 DTD 4/1/1992 8% 4/1/2022	01/23/01	12/15/02	1,738 99	1,791 43	52 44-
0	GNMA #388164 DTD 3/1/1994 7 5% 3/15/2024	01/17/95	12/15/02	148 08	137 25	10 83
0	GNMA #366782 DTD 5/1/1994 7% 5/15/2024	01/24/95	12/15/02	142,697 27	127,847 84	14,849 43
0	FHLMC GR#25-5698 DTD 8/1/1985 7 75% 5/1/2008	11/07/95	12/15/02	1,342 34	1,387 64	45 30-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	05/21/98	12/15/02	257 07	267 20	10 13-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	06/19/98	12/15/02	181 86	188 11	6 25-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	08/17/00	12/15/02	72 94	73 60	0 66-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	10/18/00	12/15/02	145 87	148 88	3 01-
0	FHLMC GOLD #D71783 DTD 5/1/1996 8% 12/1/2024	01/23/01	12/15/02	197 73	203 69	5 96-
0	FHLMC GOLD #D65025 DTD 10/1/1995 9% 5/1/2025	07/10/96	12/15/02	587 96	613 68	25 72-

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #A01668 DTD	12/05/96	12/15/02	6,505 87	6,779 32	273 45-
0	FHLMC GOLD #G10753 DTD	01/28/98	12/15/02	3,068 60	3,096 41	27 81-
0	FHLMC GOLD #G10753 DTD	05/21/98	12/15/02	3,731 09	3,757 90	26 81-
0	FHLMC GOLD #G10753 DTD	08/17/00	12/15/02	644 42	626 90	17 52
0	FHLMC GOLD #G00802 DTD	11/03/97	12/15/02	500,232 51	491,791 09	8,441 42
0	FHLMC GOLD #G00802 DTD	01/23/01	12/15/02	6,549 30	6,496 08	53 22
0	FHLMC GOLD #G00804 DTD	11/03/97	12/15/02	45,269 97	47,420 29	2,150 32-
0	FHLMC GOLD #G00804 DTD	06/19/98	12/15/02	732 04	757 21	25 17-
0	FHLMC GOLD #G00803 DTD	11/03/97	12/15/02	81,633 99	83,725 87	2,091 88-
0	FHLMC GOLD #G00803 DTD	11/03/97	12/15/02	530 36	543 95	13 59-
0	FHLMC GOLD #G00803 DTD	01/28/98	12/15/02	530 37	547 77	17 40-
0	FHLMC GOLD #G00803 DTD	06/19/98	12/15/02	208 96	213 92	4 96-
0	FHLMC GOLD #G00806 DTD	10/03/97	12/15/02	5,430 76	5,833 82	403 06-
0	FHLMC GOLD #G00805 DTD	11/03/97	12/15/02	2,459 00	2,610 77	151 77-
0	FHLMC GOLD #G00805 DTD	06/19/98	12/15/02	39 55	41 27	1 72-
0	FHLMC GOLD #G00805 DTD	01/23/01	12/15/02	800 77	833 05	32 28-
0	FHLMC #555357 DTD	11/03/97	12/15/02	7,683 55	8,430 30	746 75-
0	FHLMC #555357 DTD	06/19/98	12/15/02	463 59	504 07	40 48-
0	FHLMC #555359 DTD	11/03/97	12/15/02	844 43	843 38	1 05
0	FHLMC #555359 DTD	06/19/98	12/15/02	58 84	59 17	0 33-
0	FHLMC #555350 DTD	11/03/97	12/15/02	1,011 22	999 53	11 69

CONFIDENTIAL

Gain/loss period is long
 Disposal method is redemption

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FHLMC GOLD #G00807 DTD 11/03/97 12/15/02	11/03/97	12/15/02	6,269 23	6,735 50	466 27-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	11/1/1997	9 5% 3/1/2021	91 65	98 33	6 68-
0	FHLMC GOLD #G00807 DTD 11/1/1997 9 5% 3/1/2021	11/1/1997	9 5% 3/1/2021	91 65	98 33	6 68-
0	FHLMC GOLD #D78101 DTD 2/1/1997 8 5% 2/1/2027	01/12/99	12/15/02	579 65	607 91	28 26-
0	GNMA #451439 DTD 9/1/1997	06/15/00	12/15/02	51,934 35	51,772 11	162 24
0	GNMA #433241 DTD 1/1/1997	06/15/00	12/15/02	705 48	703 16	2 32
0	GNMA #458709 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	12/15/02	23,098 69	23,022 90	75 79
0	GNMA #459979 DTD 11/1/1997 7 5% 11/15/2027	06/15/00	12/15/02	482 60	481 01	1 59
0	GNMA #448687 DTD 9/1/1997	06/15/00	12/15/02	405 58	404 25	1 33
0	GNMA #434877 DTD 9/1/2000	08/31/00	12/15/02	75,835 87	78,478 28	2,642 41-
0	GNMA #454196 DTD 8/1/1998	05/25/01	12/15/02	167,771 49	169,160 85	1,389 36-
0	FHLMC GOLD #C10886 DTD 6/1/1998 7% 8/15/2028	05/25/01	12/15/02	10,890 00	10,962 32	72 32-
0	FHLMC GOLD # D89355 DTD 5/1/1998 7% 5/1/2028	06/13/01	12/15/02	115,307 23	116,072 95	765 72-
0	FHLMC GOLD #D87863 DTD 4/1/1998 7% 3/1/2028	05/25/01	12/15/02	78 73	79 25	0 52-
2,318,000	NEW ENGLAND TELEPHONE & TELEGRAPH CO DTD 12/15/1997 6 3%	07/31/98	12/16/02	2,318,000 00	2,342,362 18	24,362 18-
0	FHLMC GOLD #50207 DTD 6/1/1989	10/13/89	12/25/02	441 52	455 87	14 35-
0	FHLMC GOLD #50207 DTD 6/1/1989	11/27/89	12/25/02	18 62	19 30	0 68-
0	FHLMC GOLD #50207 DTD 6/1/1989	05/21/98	12/25/02	241 89	258 97	17 08-
0	FHLMC GOLD #166121 DTD 7/1/1992	07/25/94	12/25/02	1,515 71	1,560 94	45 23-
0	FHLMC GOLD #166124 DTD 7/1/1992	06/14/94	12/25/02	533 02	576 82	43 80-

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #287152 DTD 6/1/1994	05/21/98	12/25/02	13,876 57	14,318 89	442 32-
0	FNMA #287152 DTD 6/1/2009	06/19/98	12/25/02	5,549 73	5,702 35	152 62-
0	FNMA #287152 DTD 6/1/1994	06/19/98	12/25/02	5,549 73	5,702 35	152 62-
0	FNMA #288864 DTD 7/1/1994	06/22/94	12/25/02	56 01	55 72	0 29
0	FNMA #287809 DTD 6/1/1994	07/29/94	12/25/02	482 22	480 41	1 81
0	FNMA #287809 DTD 6/1/1994	07/29/94	12/25/02	482 22	480 41	1 81
0	FNMA #290902 DTD 8/1/1994	05/21/98	12/25/02	16 66	17 11	0 45-
0	FNMA #316218 DTD 6/1/1995	06/21/95	12/25/02	220 20	214 63	5 57
0	FNMA #44097 DTD 6/1/1991	12/05/96	12/25/02	14,526 45	14,569 58	43 13-
0	FNMA #44097 DTD 6/1/1991	11/30/95	12/25/02	18,010 11	18,190 21	180 10-
0	FNMA #336554 DTD 1/1/1996	05/21/98	12/25/02	199 92	207 17	7 25-
0	FNMA #336554 DTD 1/1/1996	06/19/98	12/25/02	107 01	111 48	4 47-
0	FNMA #336554 DTD 1/1/1996	08/17/00	12/25/02	16 44	16 86	0 42-
0	FNMA #363680 DTD 11/1/1996	08/21/96	12/25/02	125,509 92	126,647 35	1,137 43-
0	FNMA #1405 DTD 1/1/1983	12/05/96	12/25/02	65 81	65 66	0 15
0	FNMA #368076 DTD 4/1/2004	12/09/96	12/25/02	487 89	497 04	9 15-
0	FNMA #365834 DTD 12/1/1996	12/05/96	12/25/02	59,166 87	59,642 98	476 11-
0	FNMA #390895 DTD 6/1/1997	06/17/97	12/25/02	1,085 20	1,106 90	21 70-
0	FNMA #313796 DTD 8/1/2027	10/17/97	12/25/02	3,360 34	3,678 66	318 32-
0	FNMA #313799 DTD 10/1/1997	09/05/97	12/25/02	15,691 66	15,691 66	993 29-
0	FNMA #313799 DTD 10/1/1997	08/19/98	12/25/02	153 99	160 73	6 74-
0	FNMA #313800 DTD 10/1/1997	12/25/02	12/25/02	44,867 15	47,578 46	2,711 31-

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Gain/loss period is long
 Disposal method is redemption

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	01/28/98	12/25/02	266 23	279 29	13 06-
0	FNMA #313800 DTD 10/1/1997 8 5% 8/1/2019	10/18/00	12/25/02	1,117 05	1,149 29	32 24-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/17/97	12/25/02	11,540 94	12,122 95	582 01-
0	FNMA #313801 DTD 10/1/1997 8 5% 1/1/2012	10/18/00	12/25/02	385 33	396 52	11 19-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	10/17/97	12/25/02	15,927 00	16,426 59	499 59-
0	FNMA #313807 DTD 10/1/1997 7 5% 2/1/2023	01/28/98	12/25/02	1,570 65	1,619 24	48 59-
0	FNMA #313811 DTD 10/1/1997 7% 3/1/2012	10/17/97	12/25/02	8,373 02	8,468 85	95 83-
0	FNMA #313814 DTD 10/1/1997 6 5% 6/1/2021	10/17/97	12/25/02	1,476 70	1,469 61	7 09
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/17/97	12/25/02	22,826 20	22,819 07	7 13
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	01/28/98	12/25/02	2,175 46	2,177 50	2 04-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	03/26/98	12/25/02	162 93	163 94	1 01-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	05/21/98	12/25/02	5,615 98	5,658 10	42 12-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	06/19/98	12/25/02	1,677 14	1,683 43	6 29-
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	08/17/00	12/25/02	239 59	233 07	6 52
0	FNMA #313815 DTD 10/1/1997 6 5% 1/1/2011	10/18/00	12/25/02	2,549 22	2,528 68	20 54
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	11/07/99	12/25/02	1,315 22	1,313 17	2 05
0	FNMA #518567 DTD 10/1/1999 7 5% 10/1/2029	08/17/00	12/25/02	734 17	728 89	5 28
0	FNMA #509653 DTD 9/1/1999	10/07/99	12/25/02	116 68	116 50	0 18
0	FNMA #511205 DTD 9/1/1999	10/07/99	12/25/02	2,871 79	2,867 30	4 49
0	BEAR STEARNS 95-1 1A DTD 4/1/1995 6 47% 5/25/2010	04/06/95	12/25/02	134,162 74	127,782 34	6,380 40

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Gain/loss period is long
 Disposal method redemption

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
0	BEAR STEARNS 95-1 1A DTD	12/19/96	12/25/02	97,263 42	96,702 89	560 53
0	BEAR STEARNS 95-1 1A DTD	05/21/98	12/25/02	3,039 48	3,095 61	56 13-
0	BEAR STEARNS 95-1 1A DTD	06/19/98	12/25/02	5,319 09	5,421 65	102 56-
0	BEAR STEARNS 95-1 1A DTD	08/17/00	12/25/02	531 91	520 93	10 98
0	BEAR STEARNS 95-1 1A DTD	10/18/00	12/25/02	2,279 61	2,276 47	3 14
0	BEAR STEARNS 95-1 1A DTD	01/23/01	12/25/02	3,799 36	3,813 30	13 94-
0	CHASE 1993-M A5 DTD	12/11/97	12/25/02	146,893 14	146,112 77	780 37
0	COUNTRYWIDE 6 5 6/25/13	02/25/98	12/25/02	250,778 07	249,132 34	1,645 73
0	DTD 4/1/1998 6 5%	05/21/98	12/25/02	3,023 12	3,032 75	9 63-
0	COUNTRYWIDE 6 5 6/25/13	06/19/98	12/25/02	452 06	451 96	0 10
0	PNC MORTGAGE SECURITIES	04/06/00	12/25/02	404,796 16	388,035 07	16,761 09
0	CORP 1998-11 2A1TD	08/17/00	12/25/02	973 32	941 89	31 43
0	PNC MORTGAGE SECURITIES	10/18/00	12/25/02	8,102 26	7,962 51	139 75
0	CORP 1998-11 2A1TD	01/23/01	12/25/02	6,418 68	6,435 49	16 81-
Total for disposal method redemption						
				52,565,362 55	47,843,000 59	4,722,361 96

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
THE PEM MEMORIAL TRUST
TAXPAYER ID 23-62344669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY ACQUIRED DATE DISPOSED DATE PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
6,000,000	FED NTL MTG ASSOC LTD	01/28/00	01/03/02	6,376,171 88	5,847,870 18	528,301 70
2,650	AMERICAN EXPRESS CO	12/22/00	01/03/02	96,572 22	141,745 32	45,173 10
562 5	AMERICAN INTERNATIONAL GROUP INC	05/22/00	01/03/02	43,334 35	43,874 06	539 71-
1,687 5	AMERICAN INTERNATIONAL GROUP INC	05/03/00	01/03/02	130,003 04	125,294 06	4,708 98
1,725	ANHEUSER BUSCH COS INC	07/31/00	01/03/02	77,457 02	69,980 57	7,476 45
4,900	AOL TIME WARNER	08/24/00	01/03/02	153,563 68	290,216 71	136,653 03-
1,575	APPLIED MATERIALS INC	10/26/00	01/03/02	70,338 44	79,360 47	9,022 03-
1,800	BRISTOL MYERS SQUIBB CO	05/22/00	01/03/02	91,942 60	98,932 93	6,990 33-
2,025	CISCO SYSTEMS	10/26/00	01/03/02	40,580 39	102,895 31	62,314 92-
2,758 3333	CITIGROUP INC	07/31/00	01/03/02	140,093 63	142,500 05	2,406 42-
2,175	DELL COMPUTER	10/26/00	01/03/02	62,829 79	57,909 38	4,920 41
1,950	DUKE ENERGY CORP	07/19/00	01/03/02	76,229 22	60,510 94	15,718 28
1,300	EXXON MOBIL CORPORATION	02/04/00	01/03/02	51,752 22	52,440 76	688 54-
2,300	EXXON MOBIL CORPORATION	08/09/00	01/03/02	91,561 62	94,361 99	2,800 37-
2,000	EXXON MOBIL CORPORATION	05/05/99	01/03/02	79,618 80	80,576 06	957 26-
675	FED NAT'L MTG ASSN	07/18/00	01/03/02	53,161 39	35,309 25	17,852 14
8,200	GENERAL ELECTRIC CO	06/08/00	01/03/02	332,505 00	416,129 50	83,624 50-
1,725	HCA - THE HEALTHCARE COMPANY	05/03/00	01/03/02	66,362 49	49,390 20	16,972 29
5,550	INTEL CORP	05/22/00	01/03/02	192,582 10	314,268 75	121,686 65-
987 5	JP MORGAN CHASE & CO	05/02/00	01/03/02	36,487 57	50,072 84	13,585 27-
712 5	JP MORGAN CHASE & CO	07/31/00	01/03/02	26,326 47	35,071 25	8,744 78-
1,725	LOCKHEED MARTIN CORP	09/26/00	01/03/02	79,676 55	52,699 44	26,977 11
1,800	MERCK & CO INC	05/22/00	01/03/02	105,876 93	129,918 60	24,041 67-
4,325	MICROSOFT CORP	05/02/00	01/03/02	297,036 53	302,479 69	5,443 16-
50	MICROSOFT CORP	12/31/98	01/03/02	3,433 95	3,479 69	45 74-
2,175	OCCIDENTAL PETROLEUM CORP	09/18/00	01/03/02	57,092 89	52,881 43	4,211 46
1,650	ORACLE SYSTEMS	05/02/00	01/03/02	24,436 13	64,401 56	39,965 43-
275	ORACLE SYSTEMS	08/09/00	01/03/02	4,072 69	11,421 33	7,348 64-
2,850	ORACLE SYSTEMS	07/18/00	01/03/02	42,207 85	107,053 13	64,845 28-
1,000	PHARMACIA CORPORATION	12/08/00	01/03/02	41,749 36	59,286 10	17,536 74-
3,225	SBC COMMUNICATIONS INC	10/11/00	01/03/02	127,837 06	159,721 67	31,884 61-
1,849	SUN MICROSYSTEMS INC	12/23/99	01/03/02	24,720 75	70,262 00	45,541 25-
951	SUN MICROSYSTEMS INC	05/22/00	01/03/02	12,714 67	34,592 63	21,877 96-
1,525	TUX COS INC	07/18/00	01/03/02	59,718 09	27,446 19	32,271 90
225	UNITED TECHNOLOGIES CORP	05/03/00	01/03/02	14,676 53	13,902 64	773 89
1,225	UNITED TECHNOLOGIES CORP	08/09/00	01/03/02	79,905 52	74,735 54	5,169 98

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
3,575	VERIZON COMMUNICATIONS	11/01/00	01/03/02	176,387 84	199,967 63	23,579 79-
2,175	VISHAY INTERTECHNOLOGY INC	09/14/00	01/03/02	44,565 07	79,839 90	35,274 83-
1,800	WAL MART STORES INC	05/22/00	01/03/02	103,965 34	102,230 82	1,734 52
775	WAL MART STORES INC	08/09/00	01/03/02	44,762 86	41,848 06	2,914 80
764	RENAISSANCE HOLDINGS LTD	12/20/00	01/03/02	70,382 44	56,801 49	13,580 95
1,539	RENAISSANCE HOLDINGS LTD	12/19/00	01/03/02	141,778 23	113,918 17	27,860 06
1,727	RENAISSANCE HOLDINGS LTD	12/19/00	01/04/02	158,777 97	127,834 09	30,943 88
1,488	RENAISSANCE HOLDINGS LTD	12/19/00	01/08/02	130,927 15	110,143 10	20,784 05
31,200	SBC COMMUNICATIONS INC	11/22/00	01/08/02	1,233,258 17	1,801,768 80	568,510 63-
7,300	SBC COMMUNICATIONS INC	11/29/00	01/08/02	288,550 79	402,463 60	113,912 81-
2,370	HICKS MUSE TATE & FURST EQ FUND IV LP	03/23/99	01/09/02	7,289 00	2,370 00	4,919 00
231,274	PEABODY GLOBAL REAL ESTATE PARTNERS	07/06/00	01/09/02	231,274 00	231,274 00	0 00
97,195 7	APOLLO INVESTMENTS FUND IV LP	12/18/98	01/11/02	97,195 70	97,195 70	0 00
123,475 98	APOLLO REAL ESTATE ADVISORS III LP	05/01/98	01/18/02	701,568 05	123,475 98	578,092 07
48,124 24	CROW FAMILY HOLDINGS REALTY PARTNERS LP	07/22/98	01/18/02	48,124 24	48,124 24	0 00
20,865	BRENTWOOD ASSOC BUYOUT FUND II LP	07/25/97	01/18/02	24,463 35	20,865 00	3,598 35
71,251 97	WESTBROOK REAL EST FD II LP MANAGEMENT	03/13/98	01/17/02	118,389 86	71,251 97	47,137 89
148,794 76	WESTBROOK REAL EST FD II LP MANAGEMENT	04/13/98	01/17/02	247,232 34	148,794 76	98,437 58
18,635	DARDEN RESTAURANTS INC	11/27/00	01/23/02	725,084 39	484,955 38	240,129 01

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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3,650,000	US INFLATION INDEX TREASURY NOTES DTD 4/15/1998 3 625%	05/01/98	01/22/02	4,104,089 96	3,626,863 47	477,226 49
325,551 07	WESTBROOK REAL ESTATE FUND III L P 4/15/2028	08/23/00	01/22/02	370,955 40	325,551 07	45,404 33
1,830,000	U S TREASURY BONDS DTD 11/15/1997 6 125%	07/14/00	01/24/02	1,932,008 21	1,850,873 42	81,134 79
1,098,000	U S TREASURY BONDS DTD 11/15/1997 6 125%	03/05/98	01/24/02	1,159,204 92	1,107,607 50	51,597 42
2,400	GENERAL ELECTRIC CO 11/15/2027	06/08/00	01/24/02	92,031 65	121,794 00	29,762 35
9,600	GENERAL ELECTRIC CO	05/22/00	01/24/02	368,126 62	472,243 20	104,116 58
9,100	GENERAL ELECTRIC CO	05/22/00	01/24/02	348,953 35	447,647 20	98,693 85
3,500,000	DOW CHEMICAL CO DTD 11/1/1999 7 375%	11/04/99	01/28/02	3,611,965 00	3,460,450 00	151,515 00
13,700	OCCIDENTAL PETROLEUM CORP	09/22/00	01/29/02	339,690 49	307,060 84	32,629 65
1,600	OCCIDENTAL PETROLEUM CORP	10/30/00	01/29/02	39,671 88	31,796 00	7,875 88
44,900	OCCIDENTAL PETROLEUM CORP	11/22/00	01/29/02	1,113,292 17	979,269 00	134,023 17
177,686	PEABODY GLOBAL REAL ESTATE PARTNERS	07/06/00	01/29/02	177,686 00	177,686 00	0 00
378,678	PEABODY GLOBAL REAL ESTATE PARTNERS	09/22/00	01/29/02	378,678 00	378,678 00	0 00
28,403	DOUGLAS EMMETT REALTY FUND 1998	04/12/99	01/30/02	28,403 00	28,403 00	0 00
1,500	TYCO INTERNATIONAL LTD	07/19/00	01/30/02	43,326 40	81,093 75	37,767 35
15,800	TYCO INTERNATIONAL LTD	07/31/00	01/30/02	456,371 38	843,873 26	387,501 88
16,400	TYCO INTERNATIONAL LTD	08/09/00	01/30/02	473,701 95	879,866 55	406,164 60
700	TYCO INTERNATIONAL LTD	09/20/00	01/30/02	20,218 99	36,092 00	15,873 01
31,800	NATIONAL CITY CORP	01/10/01	01/30/02	871,774 31	902,007 00	30,232 69
17,967	NATIONAL CITY CORP	12/20/00	01/30/02	492,552 48	491,965 20	587 28
40,123	NATIONAL CITY CORP	12/21/00	01/30/02	1,099,943 42	1,100,369 27	425 85

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ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
3,510	NATIONAL CITY CORP	12/21/00	01/30/02	96,224 15	95,682 60	541 55
30,471 3	COLUMBIA CAP EQUITY	09/12/00	01/31/02	86,755 85	30,471 30	56,284 55
20,246	BLACKSTONE CAPITAL PARTNERS III	01/02/98	02/04/02	20,246 00	20,246 00	0 00
83,687	BLACKSTONE CAPITAL PARTNERS III	01/29/98	02/04/02	83,687 00	83,687 00	0 00
14,200	TYCO INTERNATIONAL LTD	12/08/98	02/05/02	347,819 45	483,360 90	135,541 45-
1,200	TYCO INTERNATIONAL LTD	05/12/00	02/05/02	29,393 19	58,872 00	29,478 81-
15,100	TYCO INTERNATIONAL LTD	05/01/00	02/05/02	369,864 35	721,931 00	352,066 65-
800	TYCO INTERNATIONAL LTD	05/01/00	02/05/02	19,595 46	38,748 00	19,152 54-
3,200	TYCO INTERNATIONAL LTD	09/20/00	02/05/02	78,381 85	164,992 00	86,610 15-
217 46	CHARTERHOUSE EQUITY PARTNERS III LP	05/25/00	02/06/02	217 46	217 46	0 00
25,775	OCCIDENTAL PETROLEUM CORP	09/18/00	02/06/02	660,794 02	626,675 30	34,118 72
250	PHARMACIA CORPORATION	12/08/00	02/06/02	9,789 63	14,821 52	5,031 89-
22,400	GENZYME CORP	10/11/00	02/07/02	887,324 55	730,236 64	157,087 91
9,200	GENZYME CORP	10/17/00	02/07/02	364,436 87	322,853 30	41,583 57
7,975	MERCK & CO INC	07/18/00	02/07/02	465,049 54	529,819 12	64,769 58-
1,375	MERCK & CO INC	05/22/00	02/07/02	80,180 96	99,243 37	19,062 41-
5,600	MERCK & CO INC	05/02/00	02/07/02	326,555 17	388,136 00	61,580 83-
7,675	MERCK & CO INC	07/31/00	02/07/02	447,555 51	541,548 00	93,992 49-
700	AFFILIATED MANAGERS GROUP	08/28/00	02/14/02	49,321 26	40,379 50	8,941 76
1,100	AFFILIATED MANAGERS GROUP	08/31/00	02/14/02	7,045 89	5,545 32	1,500 57
1,350	ALLIANT ENERGY CORP	08/28/00	02/14/02	39,248 37	48,405 39	9,157 02-
550	AMLI RESIDENTIAL PROPERTIES	12/21/95	02/14/02	13,139 30	10,936 20	2,203 10
550	ARDEN REALTY GROUP INC	10/03/96	02/14/02	14,140 28	11,000 00	3,140 28
3,000	AVNET INC	11/04/99	02/14/02	78,120 92	80,141 55	2,020 63-
900	INVESTORS BEDFORD PROPERTY	10/25/96	02/14/02	21,752 67	13,113 00	8,639 67
200	INVESTORS BEDFORD PROPERTY	09/24/96	02/14/02	4,833 93	2,912 00	1,921 93
750	BU'S WHOLESALE CLUB INC	08/28/00	02/14/02	33,129 03	24,982 50	8,146 53

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
425	BRANDYWINE REALTY TRUST	03/25/99	02/14/02	9,018 36	7,144 25	1,874 11
900	BRINCKER INTL INC	11/10/00	02/14/02	29,019 52	22,921 74	6,097 78
1,775	CHARLES RIVER LABORATORIES	11/03/00	02/14/02	54,953 17	44,481 50	10,471 67
3,125	CONSTELLATION BRANDS INC	09/20/00	02/14/02	151,391 47	84,765 63	66,625 84
2,150	CULLEN / FROST BANKERS INC	12/13/00	02/14/02	71,285 40	77,797 75	6,512 35-
2,250	DARDEN RESTAURANTS INC	12/21/00	02/14/02	92,563 60	52,914 38	39,649 22
3,125	ELECTR FOR IMAGING CORP	10/14/99	02/14/02	65,311 52	152,539 06	87,227 54-
2,800	ENERGY EAST CORP	01/25/00	02/14/02	54,701 09	63,325 36	8,624 27-
1,275	GLIMCHER REALTY TRUST	09/20/00	02/14/02	22,769 88	20,160 94	2,608 94
900	HARMAN INTERNATIONAL INDS INC	07/10/98	02/14/02	41,837 40	18,260 24	23,577 16
3,425	HEALTH MANAGEMENT CLASS A	12/13/00	02/14/02	64,526 02	68,961 35	4,435 33-
675	KILROY REALTY CORP	09/20/00	02/14/02	17,401 23	17,845 31	444 08-
1,150	MACK-CALI REALTY CORP	10/03/00	02/14/02	36,005 95	31,439 39	4,566 56
1,100	MAXIM INTEGRATED PROD INC	08/22/00	02/14/02	59,377 10	65,658 43	6,281 33-
875	MDU RESOURCES GROUP INC	06/02/00	02/14/02	24,715 13	19,838 44	4,876 69
725	MEDICIS PHARMACEUTICAL CORP CL A	09/20/00	02/14/02	41,980 63	42,729 69	749 06-
1,275	MGIC INVESTMENT CORP	11/15/00	02/14/02	83,880 99	84,307 34	426 35-
1,475	MGM GRAND INC	11/13/00	02/14/02	46,024 76	45,104 76	920 00
1,225	NATIONWIDE FINANCIAL SERV -A	12/22/00	02/14/02	51,524 19	52,737 84	1,213 65-
1,550	NRG ENERGY INC	09/20/00	02/14/02	15,608 26	45,337 50	29,729 24-
1,075	OCCIDENTAL PETROLEUM CORP	09/21/00	02/14/02	27,347 58	24,006 26	3,341 32
2,975	OCEAN ENERGY INC	08/22/00	02/14/02	49,699 30	44,931 72	4,767 58
3,075	PACTIV CORPORATION	10/27/00	02/14/02	56,148 65	33,523 34	22,625 31
1,750	THE PMI GROUP INC	09/20/00	02/14/02	127,100 59	118,453 13	8,647 46
3,400	PRECISION CASTPARTS CORP	01/19/01	02/14/02	95,714 68	119,074 11	23,359 43-
800	REYNOLDS & REYNOLDS CO - CL A	09/24/98	02/14/02	22,215 66	12,644 80	9,570 86
2,250	REYNOLDS & REYNOLDS CO - CL A	08/12/98	02/14/02	62,481 56	35,010 00	27,471 56
2,850	RUBY TUESDAY INC	05/11/99	02/14/02	62,540 59	27,994 55	34,546 04
1,675	TELEFLEX INC	11/17/00	02/14/02	77,913 79	62,647 18	15,266 61
475	UNIVERSAL HEALTH SERVICES INC CLASS B	08/09/00	02/14/02	19,830 95	15,863 34	3,967 61
1,225	VISHAY INTERTECHNOLOGY INC	09/20/00	02/14/02	22,968 40	43,946 88	20,978 48-

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,300	AFFILIATED MANAGERS GROUP	08/31/00	02/14/02	91,456 87	72,089 16	19,367 71
425	AFFILIATED MANAGERS GROUP	06/14/00	02/14/02	29,899 36	16,600 50	13,298 86
2,175	ALLEGHTY ENERGY INC	01/10/01	02/14/02	83,837 90	104,511 64	20,673 74
530	ALLIANT ENERGY CORP	08/28/00	02/14/02	15,499 35	15,468 05	31 30
2,370	ALLIANT ENERGY CORP	08/30/00	02/14/02	69,308 42	69,168 45	139 97
1,200	AMLI RESIDENTIAL PROPERTIES	12/21/95	02/14/02	28,915 60	23,860 80	5,054 80
1,150	ARDEN REALTY GROUP INC	10/03/96	02/14/02	29,543 05	23,000 00	6,543 05
6,425	AVNET INC	11/04/99	02/14/02	165,684 76	171,636 49	5,951 73
2,325	BEDFORD PROPERTY INVESTORS	09/24/96	02/14/02	55,783 35	33,852 00	21,931 35
350	BJ'S WHOLESALE CLUB INC	08/28/00	02/14/02	15,418 11	11,658 50	3,759 61
1,225	BJ'S WHOLESALE CLUB INC	01/07/97	02/14/02	53,963 37	12,093 84	41,869 53
925	BRANDWINE REALTY TRUST	03/25/99	02/14/02	19,711 45	15,549 25	4,162 20
1,925	BRINKER INTL INC	11/10/00	02/14/02	62,369 06	49,027 06	13,342 00
3,775	CHARLES RIVER LABORATORIES	11/03/00	02/14/02	116,706 90	94,601 50	22,105 40
6,700	CONSTELLATION BRANDS INC	09/20/00	02/14/02	322,604 84	181,737 50	140,867 34
4,250	CULLEN / FROST BANKERS INC	12/13/00	02/14/02	140,842 88	153,786 25	12,943 37
375	CULLEN / FROST BANKERS INC	11/07/00	02/14/02	12,427 31	12,608 44	181 13
4,800	DARDEN RESTAURANTS INC	12/21/00	02/14/02	199,871 87	112,884 00	86,987 87
1,200	ELECTR FOR IMAGING CORP	06/02/00	02/14/02	24,911 63	44,100 00	19,188 37
3,075	ELECTR FOR IMAGING CORP	10/14/99	02/14/02	63,836 04	150,098 44	86,262 40
2,425	ELECTR FOR IMAGING CORP	02/23/99	02/14/02	50,342 24	87,651 38	37,309 14
5,975	ENERGY EAST CORP	01/25/00	02/14/02	116,749 74	135,131 80	18,382 06
2,700	GLIMCHER REALTY TRUST	09/20/00	02/14/02	48,167 27	42,693 75	5,473 52
1,950	HARMAN INTERNATIONAL INDS	07/10/98	02/14/02	90,411 17	39,563 84	50,847 33
7,325	HEALTH MANAGEMENT CLASS A INC	12/13/00	02/14/02	137,168 08	147,486 68	10,318 60
1,450	KILROY REALTY CORP	09/20/00	02/14/02	37,295 90	38,334 38	1,038 48
2,450	MACK-CALI REALTY CORP	10/03/00	02/14/02	76,574 82	66,979 57	9,595 25
2,350	MAXIM INTEGRATED PROD INC	08/22/00	02/14/02	125,770 11	140,270 29	14,500 18
849	MDU RESOURCES GROUP INC	06/01/00	02/14/02	23,975 74	19,171 95	4,803 79
765	MDU RESOURCES GROUP INC	06/02/00	02/14/02	21,603 58	17,344 46	4,259 12
261	MDU RESOURCES GROUP INC	05/31/00	02/14/02	7,370 63	5,871 53	1,499 10
1,575	MEDICIS PHARMACEUTICAL CORP CL A	09/20/00	02/14/02	91,695 12	92,826 56	1,131 44
2,700	MGIC INVESTMENT CORP	11/15/00	02/14/02	178,656 31	178,533 18	123 13
3,175	MGM GRAND INC	11/13/00	02/14/02	99,294 40	97,089 91	2,204 49

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ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,650	NATIONWIDE FINANCIAL SERV	12/22/00	02/14/02	110,500 43	114,085 95	3,585 52-
3,300	NRG ENERGY INC	09/20/00	02/14/02	33,065 50	96,525 00	63,459 50-
2,275	OCCIDENTAL PETROLEUM	09/21/00	02/14/02	57,988 87	50,803 93	7,184 94
6,350	OCEAN ENERGY INC	08/22/00	02/14/02	105,837 66	95,904 69	9,932 97
6,600	PACTIV CORPORATION	10/27/00	02/14/02	120,292 42	71,952 54	48,339 88
3,725	THE PMI GROUP INC	09/20/00	02/14/02	270,952 43	252,135 94	18,816 49
5,107	PRECISION CASTPARTS CORP	01/19/01	02/14/02	144,805 78	178,856 33	34,050 55-
2,168	PRECISION CASTPARTS CORP	01/22/01	02/14/02	61,472 28	75,912 95	14,440 67-
6,525	REYNOLDS & REYNOLDS CO -	08/12/98	02/14/02	183,641 40	101,529 00	82,112 40
6,100	RUBY TUESDAY INC	05/11/99	02/14/02	132,946 28	59,918 16	73,028 12
2,925	TELEFLEX INC	11/17/00	02/14/02	136,917 19	109,398 80	27,518 39
1,000	UNIVERSAL HEALTH SERVICES	08/09/00	02/14/02	42,149 36	33,396 49	8,752 87
2,600	VISHAY INTERTECHNOLOGY	09/20/00	02/14/02	49,813 17	93,275 00	43,461 83-
177,935 943	GLENMEDE FUND INC-SMALL	03/20/00	02/14/02	1,000,000 00	1,957,295 37	957,295 37-
2,425	TRIAD HOSPITALS INC	10/06/00	02/14/02	77,619 44	80,328 13	2,708 69-
2,775	TRIAD HOSPITALS INC	10/06/00	02/14/02	88,822 25	91,921 88	3,099 63-
2,425	TRIAD HOSPITALS INC	10/06/00	02/14/02	77,619 44	80,328 13	2,708 69-
2,675	AMERICAN EXPRESS CO	12/22/00	02/15/02	90,975 37	143,082 54	52,107 17-
2,200	AMERICAN INTERNATIONAL	05/03/00	02/15/02	163,545 52	163,346 33	199 19
2,400	ANADARKO PETROLEUM CORP	02/06/01	02/15/02	118,755 72	151,722 96	32,967 24-
1,750	AMHEUSER BUSCH COS INC	07/31/00	02/15/02	84,383 73	70,994 79	13,388 94
4,800	AOL TIME WARNER	08/24/00	02/15/02	125,230 10	284,293 92	159,063 82-
2,450	APPLIED MATERIALS INC	10/26/00	02/15/02	114,756 25	123,449 62	8,693 37-
1,625	BRISTOL MYERS SQUIBB CO	05/22/00	02/15/02	73,448 89	89,314 46	15,865 57-
5,425	CISCO SYSTEMS	01/11/01	02/15/02	92,820 35	195,300 00	102,479 65-
242	COMCAST CORP CLASS A	01/10/01	02/15/02	7,393 52	10,158 70	2,765 18-
3,800	COMPUTER ASSOC	10/26/00	02/15/02	100,470 48	118,229 02	17,758 54-
2,025	DARDEN RESTAURANTS INC	11/27/00	02/15/02	82,942 75	52,698 39	30,244 36-
2,075	DELL COMPUTER	10/26/00	02/15/02	53,164 64	55,246 87	2,082 23-
1,950	DUKE ENERGY CORP	07/19/00	02/15/02	65,889 48	60,510 94	5,378 54
2,290	EXXON MOBIL CORPORATION	05/05/99	02/15/02	89,866 03	92,259 59	2,393 56-

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
3,110	EXXON MOBIL CORPORATION	07/31/00	02/15/02	122,045 14	124,499 52	2,454 38-
650	FED NAT'L MTG ASSN	07/18/00	02/15/02	50,741 14	34,001 50	16,739 64
575	GENERAL ELECTRIC CO	05/22/00	02/15/02	21,441 43	28,285 40	6,843 97-
600	GENERAL ELECTRIC CO	02/04/00	02/15/02	22,373 66	28,299 50	5,925 84-
2,075	HOME DEPOT INC	01/31/01	02/15/02	104,287 93	98,370 35	5,917 58
500	INTEL CORP	02/04/00	02/15/02	16,029 76	26,484 38	10,454 62-
3,300	INTEL CORP	05/22/00	02/15/02	105,796 40	186,862 50	81,066 10-
2,425	INTEL CORP	10/26/00	02/15/02	77,744 33	102,759 38	25,015 05-
1,725	JP MORGAN CHASE & CO	07/31/00	02/15/02	51,041 98	84,909 33	33,867 35-
4,300	MICROSOFT CORP	12/31/98	02/15/02	259,802 09	299,253 13	39,451 04-
1,500	MORGAN ST DEAN WITTER & CO	02/02/01	02/15/02	74,846 45	134,676 00	59,829 55-
1,750	NATIONWIDE FINANCIAL SERV	01/10/01	02/15/02	72,548 99	73,661 70	1,112 71-
7,300	ORACLE SYSTEMS	07/18/00	02/15/02	113,075 29	274,206 25	161,130 96-
3,150	SBC COMMUNICATIONS INC	10/11/00	02/15/02	117,083 73	156,007 22	38,923 49-
2,800	SUN MICROSYSTEMS INC	05/22/00	02/15/02	24,611 61	101,850 00	77,238 39-
2,750	TARGET CORP	01/10/01	02/15/02	121,904 00	94,639 87	27,264 13
1,400	UNITED TECHNOLOGIES CORP	08/09/00	02/15/02	97,144 52	85,412 04	11,732 48
3,625	VERIZON COMMUNICATIONS	11/01/00	02/15/02	165,882 56	202,764 37	36,881 81-
2,075	VISHAY INTERTECHNOLOGY	09/14/00	02/15/02	39,507 39	76,169 10	36,661 71-
2,550	WAL MART STORES INC	08/09/00	02/15/02	152,930 62	137,693 63	15,236 99
6,900	QUALCOMM CORP	07/18/00	02/15/02	255,355 51	454,605 81	199,250 30-
11,250	QUALCOMM CORP	01/31/01	02/15/02	416,340 49	966,796 87	550,456 38-
3,950	QUALCOMM CORP	07/31/00	02/15/02	146,181 77	259,218 75	113,036 98-
3,740	NATIONWIDE FINANCIAL SERV	12/07/00	02/15/02	154,665 34	167,048 60	12,383 26-
3,320	NATIONWIDE FINANCIAL SERV	12/07/00	02/19/02	136,216 20	148,289 13	12,072 93-
3,150	QUALCOMM CORP	07/31/00	02/19/02	115,053 28	206,718 75	91,665 47-
7,300	QUALCOMM CORP	08/09/00	02/19/02	266,631 41	451,231 25	184,599 84-
21,045	VERISOR INC	12/31/97	02/20/02	375,954 29	85,547 93	290,406 36
3,900	AMERICAN INTERNATIONAL GROUP INC	09/20/00	02/20/02	280,907 70	346,592 22	65,684 52-
6,700	AMERICAN INTERNATIONAL GROUP INC	08/09/00	02/20/02	482,585 03	586,910 62	104,325 59-
119,732 6	WALTON STREET REAL ESTATE FUND I L L C	12/23/96	02/21/02	134,591 50	119,732 60	14,858 90

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 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARBEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,800	JP MORGAN CHASE & CO	02/08/99	02/22/02	49,942 05	92,397 00	42,454 95-
29,521	JP MORGAN CHASE & CO	02/02/99	02/22/02	819,077 31	1,518,121 37	699,044 06-
3,450	JP MORGAN CHASE & CO	05/05/00	02/22/02	95,722 26	164,560 17	68,837 91-
7,700	EMERSON ELECTRIC CO	07/18/00	02/22/02	429,929 97	474,845 14	44,915 17-
3,437	EMERSON ELECTRIC CO	07/31/00	02/22/02	191,905 10	214,803 90	22,898 80-
4,263	EMERSON ELECTRIC CO	07/31/00	02/22/02	238,024 86	262,857 86	24,833 00-
500	EMERSON ELECTRIC CO	09/20/00	02/22/02	27,917 53	30,655 00	2,737 47-
5,900	MERCK & CO INC	07/18/00	02/22/02	361,586 68	391,966 50	30,379 82-
4,900	MERCK & CO INC	05/12/00	02/22/02	300,300 80	335,025 25	34,724 45-
6,400	MERCK & CO INC	05/01/00	02/22/02	392,229 62	436,720 64	44,491 02-
200	MERCK & CO INC	09/20/00	02/22/02	12,257 18	13,624 50	1,367 32-
16,800	TXU CORPORATION	07/12/00	02/22/02	837,890 78	537,914 16	299,976 62
4,550	TXU CORPORATION	08/09/00	02/22/02	226,928 75	157,816 75	69,112 00
250	TXU CORPORATION	07/31/00	02/22/02	12,468 61	7,858 75	4,609 86
24,997	COMPUTER ASSOC INTERNATIONAL INC	10/26/00	02/22/02	379,248 75	777,729 16	398,480 41-
19,578	COMPUTER ASSOC INTERNATIONAL INC	10/26/00	02/22/02	297,032 92	602,076 36	305,043 44-
2,340	HARLEY DAVIDSON INC	07/31/00	02/22/02	118,788 31	107,487 90	11,300 41
617	CHARLES RIVER LABORATORIES	09/01/99	02/22/02	17,563 07	3,286 76	14,276 31
6,060	HARLEY DAVIDSON INC	07/31/00	02/25/02	310,112 19	278,366 10	31,746 09
3,700	HARLEY DAVIDSON INC	08/09/00	02/25/02	189,342 43	169,050 41	20,292 02
2,200	DUKE ENERGY CORP	09/20/00	02/26/02	74,666 88	84,477 69	9,810 81-
3,300	DUKE ENERGY CORP	08/09/00	02/26/02	112,000 31	112,663 16	662 85-
28,949	DOUGLAS EMMETT REALTY FUND 1998	04/12/99	02/28/02	28,949 00	28,949 00	0 00
7,000	NRG ENERGY INC	05/30/00	02/28/02	79,432 69	105,000 00	25,567 31-
10,500	NRG ENERGY INC	08/31/00	02/28/02	119,149 04	277,567 50	158,418 46-
8,150	NRG ENERGY INC	09/20/00	02/28/02	92,482 35	238,387 50	145,905 15-

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY ACQUIRED DATE DISPOSED DATE PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
143,756	BLACKSTONE CAPITAL PARTNERS III	01/29/98	02/27/02	143,756 00	143,756 00	0 00
12,375	BJ'S WHOLESALE CLUB INC	01/07/97	02/27/02	518,927 91	122,172 41	396,755 50
250,873 79	WESTBROOK REAL ESTATE FUND III L P	03/02/99	02/27/02	250,873 79	250,873 79	0 00
91,810	PEABODY GLOBAL REAL ESTATE PARTNERS	09/22/00	03/01/02	91,810 00	91,810 00	0 00
7,752 85	MAXIM INTEGRATED PROD INC	03/03/99	03/01/02	373,801 15	208,480 86	165,320 29
132 3	MAXIM INTEGRATED PROD INC	08/22/00	03/01/02	6,378 80	7,896 92	1,518 12-
8,404 35	MAXIM INTEGRATED PROD INC	09/20/00	03/01/02	405,213 00	449,887 50	44,674 50-
1,954 5	MAXIM INTEGRATED PROD INC	10/13/00	03/01/02	94,235 58	94,623 00	387 42-
200	AGILENT TECHNOLOGIES INC	10/13/00	03/04/02	6,829 89	8,740 62	1,910 73-
100	ALLTEL CORP	11/29/00	03/04/02	5,591 91	6,093 58	501 67-
100	AMERICAN INTERNATIONAL GROUP INC	08/09/00	03/04/02	7,483 88	8,759 86	1,275 98-
200	APPLIED MATERIALS INC	07/18/00	03/04/02	9,945 85	17,825 00	7,879 15-
500	CISCO SYSTEMS	05/01/00	03/04/02	7,929 87	35,638 90	27,709 03-
200	COLGATE PALMOLIVE CO	02/12/01	03/04/02	11,257 83	11,789 28	531 45-
200	DUKE ENERGY CORP	08/09/00	03/04/02	7,323 88	6,828 07	495 81
400	GENERAL ELECTRIC CO	08/09/00	03/04/02	15,935 75	22,116 04	6,180 29-
100	INTEL CORP	07/31/00	03/04/02	3,134 94	6,665 65	3,530 71-
100	INTERNATIONAL BUSINESS MACHINES CORP	08/09/00	03/04/02	10,586 84	11,974 41	1,387 57-
100	MEDMUNE INC	08/09/00	03/04/02	4,239 93	7,118 75	2,878 82-
100	MEDTRONIC INC	08/09/00	03/04/02	4,498 93	5,668 47	1,169 54-
100	NATIONWIDE FINANCIAL SERV -A	12/07/00	03/04/02	4,279 93	4,466 54	186 61-
500	PRIZER INC	07/19/00	03/04/02	20,784 67	22,437 50	1,652 83-
100	UNITED PARCEL SERVICE - CL B	05/01/00	03/04/02	5,932 91	6,554 75	621 84-
1,600	NATIONWIDE FINANCIAL SERV -A	12/07/00	03/04/02	68,123 60	71,464 64	3,341 04-
5,725	CULLEN / FROST BANKERS INC	11/07/00	03/04/02	200,802 48	192,488 81	8,313 67
1,475	CULLEN / FROST BANKERS INC	09/20/00	03/04/02	51,735 14	46,646 88	5,088 26
2,700	AGILENT TECHNOLOGIES INC	10/13/00	03/04/02	93,175 60	117,998 37	24,822 77-
2,500	ALLTEL CORP	11/29/00	03/04/02	140,247 89	152,339 50	12,091 61-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
4,400	AMERICAN INTERNATIONAL GROUP INC	08/09/00	03/04/02	328,499 06	385,433 85	56,934 79-
100	APPLIED MATERIALS INC	07/18/00	03/04/02	4,965 31	8,912 50	3,947 19-
3,900	APPLIED MATERIALS INC	05/12/00	03/04/02	193,646 90	336,618 75	142,971 85-
900	CHEVRONTXACO CORPORATION	08/09/00	03/04/02	77,170 24	74,652 30	2,517 94-
7,900	CISCO SYSTEMS	05/01/00	03/04/02	127,153 32	563,094 62	435,941 30-
4,200	CISCO SYSTEMS	08/09/00	03/04/02	67,600 50	285,260 64	217,660 14-
4,900	CITIGROUP INC	05/01/00	03/04/02	231,165 79	227,237 75	3,928 04-
4,400	COLGATE PALMOLIVE CO	02/12/01	03/04/02	245,956 30	259,364 16	13,407 86-
4,600	DUKE ENERGY CORP	08/09/00	03/04/02	168,311 47	157,045 61	11,265 86-
2,400	EXXON MOBIL CORPORATION	05/05/00	03/04/02	101,746 95	95,899 56	5,847 39-
2,200	FED HOME LOAN MTG CORP	09/20/00	03/04/02	141,765 87	103,257 00	38,508 87-
600	GENERAL ELECTRIC CO	05/01/00	03/04/02	23,810 58	32,212 00	8,401 42-
2,700	GENERAL ELECTRIC CO	08/09/00	03/04/02	107,147 62	149,283 27	42,135 65-
5,200	GENERAL ELECTRIC CO	05/01/00	03/04/02	206,358 20	278,335 20	71,976 82-
2,200	HARLEY DAVIDSON INC	08/09/00	03/04/02	119,572 16	100,516 46	19,055 70-
4,500	INTEL CORP	07/31/00	03/04/02	141,189 87	299,954 25	158,764 38-
1,648	INTERNATIONAL BUSINESS MACHINES CORP	08/09/00	03/04/02	174,275 19	197,338 27	23,063 08-
1,152	INTERNATIONAL BUSINESS MACHINES CORP	08/09/00	03/04/02	121,823 44	137,805 12	15,981 68-
1,700	JOHNSON & JOHNSON	08/09/00	03/04/02	105,806 41	81,535 32	24,271 09-
900	JOHNSON CONTROLS	08/09/00	03/04/02	82,744 76	51,752 97	30,991 79-
1,500	KIMBERLY CLARK CORP	05/01/00	03/04/02	95,113 57	86,953 95	8,159 62-
3,300	MEDMUNE INC	08/09/00	03/04/02	137,726 73	234,918 75	97,192 02-
3,400	MEDTRONIC INC	08/09/00	03/04/02	152,827 70	192,727 94	39,900 24-
3,300	NATIONWIDE FINANCIAL SERV	12/07/00	03/04/02	140,299 04	147,395 82	7,096 78-
7,403	PFIZER INC	07/19/00	03/04/02	306,345 60	332,209 62	25,864 02-
3,597	PRIZER INC	07/18/00	03/04/02	148,848 46	161,290 56	12,442 10-
1,500	THE PMI GROUP INC	11/22/00	03/04/02	109,150 06	95,399 25	13,750 81-
1,100	PROCTER & GAMBLE CO	01/25/01	03/04/02	95,137 57	77,034 21	18,103 36-
3,100	TARGET CORP	01/05/01	03/04/02	133,793 99	112,490 01	21,303 98-
800	TXU CORPORATION	07/31/00	03/04/02	41,551 37	25,148 00	16,403 37-
1,700	UNITED PARCEL SERVICE	05/01/00	03/04/02	101,352 48	111,430 75	10,078 27-
100	UNITED PARCEL SERVICE	05/01/00	03/04/02	5,961 91	6,499 75	537 84-
600	UNITED PARCEL SERVICE	05/12/00	03/04/02	35,771 46	36,936 00	1,164 54-
215	WELLPOINT HEALTH NETWORKS	02/15/01	03/04/02	25,200 70	21,942 90	3,257 80-
985	WELLPOINT HEALTH NETWORKS	02/16/01	03/04/02	115,454 35	100,363 72	15,090 63-

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
643,776 824	GLENMEDE FUND	06/30/00	03/04/02	9,000,000 00	12,045,064 39	3,045,064 39-
10,818 897	INC-INTERNATIONAL PORT	06/30/00	03/04/02	151,248 18	202,421 56	51,173 38-
203,773 378	GLENMEDE FUND	07/17/00	03/04/02	2,848,751 82	3,775,920 70	927,168 88-
50,650	BLACKSTONE REAL ESTATE	12/16/97	03/04/02	62,924 52	50,650 00	12,274 52
4,325	CULLEN / FROST BANKERS INC	09/20/00	03/05/02	152,994 56	136,778 12	16,216 44
6,825	AOL TIME WARNER	08/24/00	03/05/02	183,453 22	404,230 42	220,777 20-
46,519	BLACKSTONE REAL ESTATE	10/21/99	03/05/02	46,519 00	46,519 00	0 00
15,830	OLYMPUS REAL ESTATE FUND	11/21/00	03/06/02	15,830 00	15,830 00	0 00
41,312	OLYMPUS REAL ESTATE FUND	12/19/00	03/06/02	41,312 00	41,312 00	0 00
4,180	COLGATE PALMOLIVE CO	02/12/01	03/07/02	228,670 55	246,395 95	17,725 40-
1,369	NATIONWIDE FINANCIAL SERV	12/07/00	03/08/02	58,578 63	61,146 93	2,568 30-
831	NATIONWIDE FINANCIAL SERV	12/06/00	03/08/02	35,557 95	36,926 15	1,368 20-
3,100	COLGATE PALMOLIVE CO	02/12/01	03/08/02	168,761 46	182,733 84	13,972 38-
170,721 09	DELPHI VENTURES IV LP	04/17/98	03/11/02	79,988 10	170,721 09	90,732 99-
15,827 91	DELPHI VENTURES IV LP	02/09/99	03/11/02	7,415 86	15,827 91	8,412 05-
7,425	OCEAN ENERGY INC	08/22/00	03/12/02	140,832 30	112,140 52	28,691 78
8,200	TXU CORPORATION	07/18/00	03/12/02	425,221 00	256,229 50	168,991 50
7,450	TXU CORPORATION	07/31/00	03/12/02	386,328 84	234,190 75	152,138 09
400	NATIONWIDE FINANCIAL SERV	12/06/00	03/12/02	17,431 25	17,774 32	343 07-
2,600	ALTEL CORP	11/29/00	03/12/02	150,677 35	158,433 08	7,755 73-
168	AMERICAN INTERNATIONAL GROUP INC	08/09/00	03/12/02	12,324 29	14,716 56	2,392 27-
32	AMERICAN INTERNATIONAL GROUP INC	08/09/00	03/12/02	2,347 48	2,802 14	454 66-

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ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 THE PEM MEMORIAL TRUST

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
4,600	AMERICAN INTERNATIONAL GROUP INC	07/31/00	03/12/02	337,450	402,463	65,012 29-
4,400	APPLIED MATERIALS INC	05/12/00	03/12/02	220,749	379,775	159,025 94-
2,100	CHEVRONTXACO CORPORATION	08/09/00	03/12/02	187,290	174,188	13,102 22
13,200	CISCO SYSTEMS	08/09/00	03/12/02	217,309	896,533	679,223 79-
965 0599	CITIGROUP INC	05/01/00	03/12/02	47,393	44,754	2,638 68
6,534 9401	CITIGROUP INC	05/05/00	03/12/02	320,926	291,768	29,157 33
200	COLGATE PALMOLIVE CO	02/12/01	03/12/02	10,993	11,789	795 45-
3,700	DUKE ENERGY CORP	08/09/00	03/12/02	132,421	126,319	6,101 72
1,300	DUKE ENERGY CORP	07/31/00	03/12/02	46,526	40,536	5,989 63
6,000	EXXON MOBIL CORPORATION	05/05/00	03/12/02	262,569	239,748	22,820 34
1,900	FED HOME LOAN MTG CORP	09/20/00	03/12/02	123,007	89,176	33,831 07
3,400	FED HOME LOAN MTG CORP	05/01/00	03/12/02	220,118	154,479	65,639 80
9,200	GENERAL ELECTRIC CO	05/01/00	03/12/02	376,668	492,439	115,771 11-
3,000	HARLEY DAVIDSON INC	08/09/00	03/12/02	162,949	137,067	25,881 84
1,200	HARLEY DAVIDSON INC	07/18/00	03/12/02	65,179	52,797	12,382 90
900	INTEL CORP	07/31/00	03/12/02	29,204	59,990	30,786 56-
4,100	INTEL CORP	05/01/00	03/12/02	133,041	264,193	131,151 99-
600	INTERNATIONAL BUSINESS MACHINES CORP	08/09/00	03/12/02	64,943	71,773	6,830 48-
100	JOHNSON & JOHNSON	08/09/00	03/12/02	6,323	4,796	1,526 84
7,000	JOHNSON & JOHNSON	07/18/00	03/12/02	442,612	333,246	109,365 90
2,400	JOHNSON CONTROLS	08/09/00	03/12/02	219,720	138,007	81,712 59
3,000	KIMBERLY CLARK CORP	05/01/00	03/12/02	190,197	173,907	16,289 23
192	MCGRAW HILL INC	03/08/01	03/12/02	12,852	11,231	1,620 58
2,700	MEDIMUNE INC	08/09/00	03/12/02	111,283	192,206	80,922 84-
900	MEDIMUNE INC	07/31/00	03/12/02	37,094	54,225	17,130 53-
900	MEDTRONIC INC	08/09/00	03/12/02	40,163	51,016	10,852 35-
2,900	MEDTRONIC INC	05/12/00	03/12/02	129,416	159,334	29,917 46-
3,000	NATIONWIDE FINANCIAL SERV -A	12/06/00	03/12/02	130,045	133,307	3,262 07-
6,200	PIZZER INC	07/18/00	03/12/02	246,076	278,009	31,933 09-
5,900	PIZZER INC	08/09/00	03/12/02	234,169	263,641	29,471 67-
3,900	THE PMI GROUP INC	11/22/00	03/12/02	287,864	248,038	39,825 97
2,000	PROCTER & GAMBLE CO	01/25/01	03/12/02	169,637	140,062	29,575 24
5,700	TARGET CORP	01/05/01	03/12/02	252,112	206,836	45,275 85
2,600	UNITED PARCEL SERVICE - CL B	05/12/00	03/12/02	156,047	160,056	4,008 46-
2,200	WELLPOINT HEALTH NETWORKS	02/16/01	03/12/02	270,167	224,162	46,005 19
4,200	ORACLE SYSTEMS	12/23/99	03/12/02	60,024	112,940	52,915 97-
1,750	ORACLE SYSTEMS	07/18/00	03/12/02	25,010	65,734	40,724 10-
17,100	ORACLE SYSTEMS	05/22/00	03/12/02	244,386	553,078	308,692 02-

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,500	ORACLE SYSTEMS	02/04/00	03/12/02	21,437 38	43,406 25	21,968 87-
11,100	ORACLE SYSTEMS	07/31/00	03/12/02	158,636 59	411,932 10	253,295 51-
13,200	ORACLE SYSTEMS	10/26/00	03/12/02	188,648 92	443,025 00	254,376 08-
107,665 8043	NICHOLAS APPLGATE EMERGING COUNTRIES FD	01/18/00	03/13/02	1,293,066 31	2,499,999 98	1,206,933 67-
52,608 505	NICHOLAS APPLGATE EMERGING COUNTRIES FD	01/03/00	03/13/02	631,828 14	1,200,000 00	568,171 86-
6,253 5847	NICHOLAS APPLGATE EMERGING COUNTRIES FD	09/05/00	03/13/02	75,105 55	123,445 76	48,340 21-
285,918 513	GLENMEDE FUND INC-INTERNATIONAL PORT	07/17/00	03/13/02	4,000,000 00	5,298,070 06	1,298,070 06-
142,777 778	PIONEER EMERGING MARKETS FUND - CLASS X	01/19/00	03/13/02	1,649,083 34	2,570,000 00	920,916 66-
30,382 395	PIONEER EMERGING MARKETS FUND - CLASS X	01/20/00	03/13/02	350,916 66	546,275 46	195,358 80-
284,049	OLYMPUS REAL ESTATE FUND II	06/10/98	03/13/02	304,687 16	284,049 00	20,638 16
62,304	OLYMPUS REAL ESTATE FUND II	06/12/98	03/13/02	66,830 83	62,304 00	4,526 83
17,495	HARBORVEST PARTNERS III LP	01/16/91	03/14/02	75,000 00	17,495 00	57,505 00
197,112 48	VALUE ENHANCEMENT FUND III	04/12/99	03/14/02	197,112 48	197,112 48	0 00
81,042 45	VALUE ENHANCEMENT FUND III	04/01/98	03/14/02	81,042 45	81,042 45	0 00
394,223 37	VALUE ENHANCEMENT FUND III	11/26/99	03/14/02	394,223 37	394,223 37	0 00
514,194 76	VALUE ENHANCEMENT FUND III	12/18/98	03/14/02	514,194 76	514,194 76	0 00
180,114	BLACKSTONE CAPITAL PARTNERS III	01/29/98	03/15/02	180,114 00	180,114 00	0 00
31,300	EQUITY RESIDENTIAL PROPS TR	08/05/99	03/15/02	902,934 99	640,988 00	261,946 99
17,445	EQUITY RESIDENTIAL PROPS TR	08/05/99	03/18/02	499,022 35	357,253 54	141,768 81
11,583	EQUITY RESIDENTIAL PROPS TR	08/05/99	03/19/02	331,656 81	237,206 52	94,450 29

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARPEY

ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
8,100	AFFILIATED MANAGERS GROUP	06/14/00	03/19/02	589,500 23	316,386 00	273,114 23
18,455	ALLTECHNY ENERGY INC	01/10/01	03/19/02	686,809 11	812,110 43	125,301 32-
769	ALLIANT ENERGY CORP	08/29/00	03/19/02	22,577 65	22,443 26	134 39
591	ALLIANT ENERGY CORP	08/30/00	03/19/02	17,351 62	17,248 33	103 29
9,940	ALLIANT ENERGY CORP	09/20/00	03/19/02	291,835 99	283,290 00	8,545 99
11,600	CHARLES RIVER LABORATORIES	11/03/00	03/19/02	352,518 70	290,696 00	61,822 70
2,125	CHARLES RIVER LABORATORIES	11/17/00	03/19/02	64,577 78	52,455 62	12,122 16
4,975	CHARLES RIVER LABORATORIES	11/20/00	03/19/02	151,187 97	121,564 12	29,623 85
2,175	CONSTELLATION BRANDS INC	09/20/00	03/19/02	116,107 59	58,996 87	57,110 72
17,825	CONSTELLATION BRANDS INC	08/03/00	03/19/02	951,548 37	446,733 72	504,814 65
7,100	CULLEN / FROST BANKERS INC	09/20/00	03/19/02	252,888 26	224,537 50	28,350 76
859	CULLEN / FROST BANKERS INC	09/20/00	03/19/02	30,595 92	26,766 44	3,829 48
541	CULLEN / FROST BANKERS INC	09/19/00	03/19/02	19,269 37	16,658 90	2,610 47
6,543	DARDEN RESTAURANTS INC	12/21/00	03/19/02	256,757 20	153,875 00	102,882 20
857	DARDEN RESTAURANTS INC	12/21/00	03/19/02	33,629 97	20,050 37	13,579 60
11,700	ELECTR FOR IMAGING CORP	02/12/99	03/19/02	203,097 23	399,906 00	196,808 77-
1,580	ELECTR FOR IMAGING CORP	02/23/99	03/19/02	27,426 81	56,599 55	29,172 74-
2,395	ELECTR FOR IMAGING CORP	02/23/99	03/19/02	41,574 18	86,567 03	44,992 85-
3,000	ELECTR FOR IMAGING CORP	08/31/00	03/19/02	52,076 21	84,944 10	32,867 89-
1,925	ELECTR FOR IMAGING CORP	09/20/00	03/19/02	33,415 57	51,854 69	18,439 12-
46,575	ENERGY EAST CORP	01/25/00	03/19/02	962,797 88	1,053,349 52	90,551 64-
28,350	HEALTH MANAGEMENT CLASS A	12/13/00	03/19/02	557,848 73	570,818 74	12,970 01-
20,750	HEALTH MANAGEMENT CLASS A	01/18/01	03/19/02	408,301 98	333,245 00	75,056 98
10,000	MGIC INVESTMENT CORP	11/15/00	03/19/02	708,511 35	661,234 00	47,277 35
10,000	MGM GRAND INC	11/13/00	03/19/02	367,947 46	305,795 00	62,152 46
5,210	NATIONWIDE FINANCIAL SERV -A	12/22/00	03/19/02	224,235 03	224,297 27	62 24-
4,790	NATIONWIDE FINANCIAL SERV -A	12/21/00	03/19/02	206,158 50	204,033 88	2,124 62
5,000	OCCIDENTAL PETROLEUM CORP	09/21/00	03/19/02	144,751 82	111,657 00	33,094 82
13,070	OCEAN ENERGY INC	08/22/00	03/19/02	257,997 91	197,397 51	60,600 40
1,930	OCEAN ENERGY INC	08/10/00	03/19/02	38,097 62	26,640 18	11,457 44
5,000	PACTIV CORPORATION	10/27/00	03/19/02	103,335 43	54,509 50	48,825 93

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Gain/loss period is long disposal method sale

FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
4,665	THE PMI GROUP INC	09/20/00	03/19/02	352,332	315,762	18
5,335	THE PMI GROUP INC	11/09/98	03/19/02	402,935	197,128	69
11,030	PRECISION CASTPARTS CORP	01/19/01	03/19/02	380,302	383,984	08
6,525	PRECISION CASTPARTS CORP	01/22/01	03/19/02	224,974	228,474	17
2,445	PRECISION CASTPARTS CORP	01/18/01	03/19/02	84,300	82,552	49
12,925	REYNOLDS & REYNOLDS CO - CL A	08/12/98	03/19/02	377,942	201,113	00
8,775	REYNOLDS & REYNOLDS CO - CL A	08/13/98	03/19/02	256,591	136,505	66
6,290	TELEFLEX INC	11/07/00	03/19/02	341,270	225,039	23
1,508	TELEFLEX INC	11/08/00	03/19/02	81,818	54,095	73
4,583	TELEFLEX INC	11/10/00	03/19/02	248,655	163,116	79
1,653	TELEFLEX INC	11/14/00	03/19/02	89,685	59,584	20
891	TELEFLEX INC	11/15/00	03/19/02	48,342	33,081	77
2,075	TELEFLEX INC	11/09/00	03/19/02	112,581	74,206	77
3,296	TRIAD HOSPITALS INC	10/04/00	03/19/02	105,566	108,768	00
483	TRIAD HOSPITALS INC	10/06/00	03/19/02	15,469	15,999	37
9,221	TRIAD HOSPITALS INC	10/03/00	03/19/02	295,336	295,609	58
975	VISHAY INTERTECHNOLOGY INC	09/20/00	03/19/02	20,187	34,978	12
9,025	VISHAY INTERTECHNOLOGY INC	10/30/00	03/19/02	186,859	251,528	56
3,400	AMERICAN INTERNATIONAL GROUP INC	07/31/00	03/19/02	251,732	297,472	80
900	THE PMI GROUP INC	11/22/00	03/19/02	67,910	57,239	55
3,300	THE PMI GROUP INC	12/06/00	03/19/02	249,006	199,375	77
5,100	SPECIAL COMCAST CORP CLASS A	01/04/01	03/19/02	173,103	215,454	09
2,152	DARDEN RESTAURANTS INC	11/22/00	03/19/02	84,146	56,081	12
7,100	EXXON MOBIL CORPORATION	03/08/99	03/19/02	310,478	250,937	43
1,800	MORGAN ST DEAN WITTER & CO	02/02/01	03/19/02	104,012	161,611	20
2,100	NATIONWIDE FINANCIAL SERV -A	12/22/00	03/19/02	90,282	90,407	73
5,300	TARGET CORP	07/30/96	03/19/02	236,663	40,252	97
7,100	VERIZON COMMUNICATIONS	04/16/99	03/19/02	335,043	412,326	82
5,000	AVNET INC	11/04/99	03/19/02	136,945	133,569	25
176,732	DELPHI VENTURES III LP LIMITED PARTNERS	01/17/97	03/22/02	991,260	176,732	00
25,155	AVNET INC	11/04/99	03/22/02	685,777	671,986	89

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Gain/loss period is long
 Disposal method sale

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS BEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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Gain/loss period is long
 Disposal method sale

55,545	HARBOU WEST PARTNERS IV-PARTNERSHP FD L	01/10/95	03/21/02	183,346 00	55,545 00	127,801 00
11,610	PACTIV CORPORATION	10/27/00	03/21/02	229,785 14	126,571 06	103,214 08
20,000	AVNET INC	11/04/99	03/21/02	544,435 79	534,277 00	10,158 79
1,115,266 5	WESTBROOK REAL ESTATE FUND III L P	03/02/99	03/21/02	1,414,119 08	1,115,266 50	298,852 58
9,300	ALTEL CORP	11/29/00	03/25/02	493,590 07	566,702 94	73,112 87-
5,200	COLGATE PALMOLIVE CO	02/12/01	03/25/02	291,666 20	306,521 28	14,855 08-
100	AMERICAN INTERNATIONAL GROUP INC	07/31/00	03/25/02	7,097 63	8,749 20	1,651 57-
7,700	AMERICAN INTERNATIONAL GROUP INC	07/19/00	03/25/02	546,517 77	611,829 17	65,311 40-
175,543	BLACKSTONE CAPITAL PARTNERS III	01/29/98	03/26/02	175,543 00	175,543 00	0 00
30,569	BLACKSTONE CAPITAL PARTNERS III	09/30/98	03/26/02	30,569 00	30,569 00	0 00
320,993	BLACKSTONE CAPITAL PARTNERS III	05/15/98	03/26/02	320,993 00	320,993 00	0 00
222,536	BLACKSTONE CAPITAL PARTNERS III	03/11/98	03/26/02	222,536 00	222,536 00	0 00
4,559	BLACKSTONE CAPITAL PARTNERS III	07/22/98	03/26/02	4,559 00	4,559 00	0 00
18,235	BLACKSTONE CAPITAL PARTNERS III	12/31/98	03/26/02	18,235 00	18,235 00	0 00
185,400	TRANSWESTERN OFFICE PARTNERS II	04/09/98	03/28/02	185,400 00	185,400 00	0 00
77,100	TRANSWESTERN OFFICE PARTNERS II	04/29/98	03/28/02	77,100 00	77,100 00	0 00
14,382 4	YARMOUTH CAPITAL PARTNERS L P I	04/27/95	03/29/02	14,382 40	14,382 40	0 00
56,260	DOUGLAS EMMETT REALTY L P	04/12/99	03/29/02	56,260 00	56,260 00	0 00
22,365 08	J W CHILDS EQUITY FUND 1998 PARTNERS II	12/11/98	03/29/02	8,210 38	22,365 08	14,154 70-
115,442	COLONYINVESTOR III L P PARTNERS II	12/28/98	03/29/02	115,442 00	115,442 00	0 00

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ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARBEY

UNITS SECURITY DATE DATE ACQUIRED DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE	DATE	ACQUIRED	DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
6,000	MEDIMMUNE INC	05/12/00	04/02/02	235,007	46	334,000	00	98,992
1,000	MEDIMMUNE INC	05/01/00	04/02/02	39,167	91	53,291	67	14,123
5,300	MEDIMMUNE INC	07/31/00	04/02/02	207,589	92	319,325	00	111,735
4,300	MEDIMMUNE INC	05/01/00	04/02/02	168,422	01	229,154	16	60,732
275	MICROSOFT CORP	12/31/98	04/02/02	16,153	01	19,138	28	2,985
14,575	INTEL CORP	10/26/00	04/02/02	443,941	10	617,615	62	173,674
575	INTEL CORP	12/31/98	04/02/02	17,513	97	17,196	09	317
4,675	APPLIED MATERIALS INC	10/26/00	04/02/02	253,542	85	235,562	04	17,980
18,667	E PIPHANY INC	03/18/97	04/02/02	114,923	61	14,000	25	100,923
17,204	E PIPHANY INC	03/18/97	04/02/02	105,916	64	12,903	00	93,013
11,785	E PIPHANY INC	03/18/97	04/02/02	72,554	50	8,956	60	63,597
7,071	E PIPHANY INC	03/18/97	04/02/02	43,532	70	5,373	96	38,158
1	E PIPHANY INC	03/18/97	04/02/02	6	16	00	76	5
74,263	APA EXCELSIOR IV L P	06/23/98	04/05/02	186,456	70	74,263	00	112,193
3,100	NATIONWIDE FINANCIAL SERV -A	12/06/00	04/05/02	138,327	43	137,750	98	576
42,709	BLACKSTONE REAL ESTATE PARTNERS II L P	12/16/97	04/09/02	89,988	90	42,709	00	47,279
145,009	BLACKSTONE REAL ESTATE PARTNERS II L P	01/02/98	04/09/02	305,537	47	145,009	00	160,528
3,000	FED HM LN BK BD DTD	04/16/98	04/10/02	3,050	04	3,039	69	10
52,500	APOLLO REAL ESTATE ADVISORS II L P	01/17/97	04/12/02	86,562	24	52,500	00	34,062
431,822	APOLLO REAL ESTATE ADVISORS II L P	12/23/96	04/12/02	711,991	64	431,822	93	280,168
113,837	APOLLO REAL ESTATE ADVISORS II L P	02/25/97	04/12/02	187,696	11	113,837	69	73,858
10,068	OCEAN ENERGY INC	03/03/00	04/12/02	191,269	09	115,447	74	75,821
670	OCEAN ENERGY INC	08/10/00	04/12/02	12,728	48	9,248	14	3,480
2,802	OCEAN ENERGY INC	03/14/00	04/12/02	53,231	62	32,040	87	21,150

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
16,149	PACTIV CORPORATION	10/27/00	04/12/02	323,373 95	176,054 78	147,319 17
7,490	BRINKER INTL INC	11/10/00	04/12/02	246,897 39	190,759 81	56,137 58
1,261	PACTIV CORPORATION	10/27/00	04/12/02	25,244 44	13,747 30	11,497 14
233,451 5	PEABODY GLOBAL REAL ESTATE PARTNERS	09/22/00	04/15/02	233,451 50	233,451 50	0 00
6,300	GENERAL ELECTRIC CO	05/01/00	04/15/02	201,341 92	337,213 80	135,871 88-
7,700	GENERAL ELECTRIC CO	07/31/00	04/15/02	246,084 56	406,155 75	160,071 19-
126,770	ABRY BROADCAST PARTNERS III L P	04/30/99	04/16/02	126,770 00	126,770 00	0 00
303,284	OLYMPUS REAL ESTATE FUND III L P	12/19/00	04/16/02	303,284 00	303,284 00	0 00
2,350	KILROY REALTY CORP III LP	09/20/00	04/16/02	66,369 51	62,128 12	4,241 39
6,575	OCEAN ENERGY INC	03/14/00	04/16/02	129,551 86	75,114 77	54,437 09
3,830	OCEAN ENERGY INC	03/14/00	04/16/02	75,465 19	43,796 05	31,669 14
3,125	OCEAN ENERGY INC	03/15/00	04/16/02	61,574 08	35,617 81	25,956 27
1,000	MEDIMUNE INC WESTBROOK REAL ESTATE FUND IV LP	05/01/00	04/11/02	34,945 34	53,291 67	18,346 33-
29,293	WESTBROOK REAL ESTATE FUND IV LP	04/06/01	04/11/02	34,259 45	29,293 00	4,966 45
708,875	OLYMPUS REAL ESTATE FUND II	06/12/98	04/17/02	708,875 00	708,875 00	0 00
3,065 06	CITIGROUP INC	05/05/00	04/17/02	146,011 99	136,847 27	9,164 72
800	CITIGROUP INC	12/17/99	04/17/02	38,110 05	32,538 96	5,571 09
2,493 56	CITIGROUP INC	08/09/00	04/17/02	118,787 12	96,370 28	22,416 84
2,141 38	CITIGROUP INC	05/12/00	04/17/02	102,010 12	80,053 28	21,956 84
52,068 49	LEHMAN BROS MERCHANT BANKING PTRS II	01/23/98	04/18/02	99,794 46	52,068 49	47,725 97
327,312 58	LEHMAN BROS MERCHANT BANKING PTRS II	05/07/98	04/18/02	627,327 24	327,312 58	300,014 66
1,225	KILROY REALTY CORP	09/20/00	04/18/02	34,142 53	32,385 94	1,756 59
285	KILROY REALTY CORP	01/28/97	04/18/02	7,943 36	6,555 00	1,388 36
6,600	COLGATE PALMOLIVE CO	07/12/00	04/19/02	358,369 85	355,558 50	2,811 35
3,500	COLGATE PALMOLIVE CO	07/18/00	04/19/02	190,044 62	192,491 25	2,446 63-
1,120	COLGATE PALMOLIVE CO	02/12/01	04/19/02	60,814 28	66,019 97	5,205 69-
1,780	COLGATE PALMOLIVE CO	08/09/00	04/19/02	96,651 26	94,867 77	1,783 49
4,803 8976	METRIS COMPANIES INC	02/20/97	04/19/02	59,984 45	50,634 90	9,349 55
3,541 1024	METRIS COMPANIES INC	02/04/97	04/19/02	44,216 41	36,063 94	8,152 47

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-62344669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
87,030	DLJ REAL ESTATE CAPITAL	12/22/99	04/22/02	221,145 74	87,030 00	134,115 74
31,542	DLJ REAL ESTATE CAPITAL	04/12/00	04/22/02	80,149 13	31,542 00	48,607 13
2,520	KILROY REALTY CORP	01/28/97	04/22/02	69,776 44	57,960 00	11,816 44
2,325	JP MORGAN CHASE & CO	12/31/98	04/22/02	85,075 69	111,014 88	25,939 19-
7,162 5	JP MORGAN CHASE & CO	05/22/00	04/22/02	262,088 03	340,803 70	78,715 67-
437 5	JP MORGAN CHASE & CO	07/31/00	04/22/02	16,008 87	21,534 97	5,526 10-
500	JP MORGAN CHASE & CO	10/30/00	04/22/02	18,295 85	21,780 00	3,484 15-
1,010	KILROY REALTY CORP	01/28/97	04/23/02	28,016 54	23,230 00	4,786 54
7,485	BRINKER INTL INC	11/10/00	04/23/02	243,296 32	190,632 47	52,663 85
3,370 6162	METRIS COMPANIES INC	02/04/97	04/23/02	47,194 95	34,327 64	12,867 31
11,574 2874	METRIS COMPANIES INC	02/05/97	04/23/02	162,061 73	116,971 36	45,090 37
1,379 0964	METRIS COMPANIES INC	02/06/97	04/23/02	19,309 94	13,866 68	5,443 26
3,885	KILROY REALTY CORP	01/28/97	04/24/02	107,768 57	89,355 00	18,413 57
6,400	LOCKHEED MARTIN CORP	09/26/00	04/24/02	395,918 94	195,522 56	200,396 38
8,000	LOCKHEED MARTIN CORP	09/26/00	04/24/02	494,898 68	244,403 20	250,495 48
176,982	JAFCO AMERICA TECHNOLOGY	04/07/00	04/24/02	268,351 06	176,982 00	91,369 06
23,487	DOUGLAS EMMETT REALTY	04/12/99	04/30/02	23,487 00	23,487 00	0 00
235,158 8	RESOURCE CAPITAL FUND	11/09/98	05/01/02	361,782 77	235,158 80	126,623 97
5,756	NATIONWIDE FINANCIAL SERV LP	01/10/01	05/01/02	251,759 83	242,283 86	9,475 97
2,494	NATIONWIDE FINANCIAL SERV -A	01/11/01	05/01/02	109,084 26	104,563 94	4,520 32
5,025	AMERICAN EXPRESS CO	12/22/00	05/02/02	210,798 42	268,781 22	57,982 80-
6,225	ANADARKO PETROLEUM CORP	02/06/01	05/03/02	333,052 95	393,531 44	60,478 49-
12,757	BAKTER INTL INC	04/02/01	05/06/02	721,219 72	212,014 96	509,204 76
42,000	IBM CORP DTD 2/1/1999	01/27/99	05/07/02	41,011 32	41,967 66	956 34-

Gain/loss period is long
 Disposal method is sale

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 THE PEW MEMORIAL TRUST
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UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

Gain/loss period is long
 Disposal method is sale

10,659	COLONYINVESTOR III L P	12/28/98	05/09/02	10,659 00	10,659 00	0 00
10,100	DUKE ENERGY CORP	07/31/00	05/09/02	368,120 75	314,938 70	53,182 05
350	DUKE ENERGY CORP	07/19/00	05/09/02	12,756 66	10,860 94	1,895 72
10,650	DUKE ENERGY CORP	07/19/00	05/10/02	388,679 19	330,482 81	58,196 38
2,800	DUKE ENERGY CORP	05/10/00	05/10/02	102,187 95	84,476 56	17,711 39
91,454 801	GLBMEDE FUND	05/05/00	05/13/02	1,332,496 45	1,648,015 52	315,519 07-
49,973 516	INC-INTERNATIONAL PORT	07/17/00	05/13/02	728,114 13	926,009 25	197,895 12-
145,865 527	GLBMEDE FUND	05/01/00	05/13/02	2,125,260 73	2,632,872 76	507,612 03-
55,877 055	GLBMEDE FUND	05/30/00	05/13/02	814,128 69	1,001,316 82	187,188 13-
369,000	MERRILL LYNCH & CO DTD	04/15/99	05/08/02	363,036 96	361,627 38	1,409 58
73,381 81	CHARTERHOUSE EQUITY	01/14/98	05/14/02	127,456 42	73,381 81	54,074 61
25,360	LOCKHEED MARTIN CORP	09/26/00	05/14/02	1,553,450 94	774,758 14	778,692 80
10,800	TARGET CORP	07/30/96	05/14/02	456,178 20	82,024 92	374,153 28
900	MGM GRAND INC	03/26/01	05/14/02	34,918 40	22,008 60	12,909 80
2,300,000	MERRILL LYNCH & CO DTD	03/31/99	05/14/02	2,254,483 00	2,223,479 00	31,004 00
7,000	MERRILL LYNCH & CO DTD	03/15/00	05/14/02	6,861 47	6,147 89	713 58
7,289,000	MERRILL LYNCH & CO DTD	04/15/99	05/14/02	7,144,750 69	7,143,365 78	1,384 91
35,000	MERRILL LYNCH & CO DTD	08/17/00	05/14/02	34,307 35	31,694 25	2,613 10
369,000	MERRILL LYNCH & CO DTD	04/15/99	05/14/02	361,697 49	361,627 38	70 11
5,000,000	IBM CORP DTD 2/1/1999	01/27/99	05/16/02	4,870,350 00	4,996,150 00	125,800 00-
7,400	JOHNSON & JOHNSON	07/18/00	05/16/02	447,096 74	352,289 21	94,807 53
4,400	JOHNSON & JOHNSON	04/26/01	05/16/02	265,841 31	208,054 00	57,787 31
4,000	JOHNSON & JOHNSON	07/31/00	05/16/02	241,673 91	186,620 00	55,053 91
1,292	PIZZER INC	08/09/00	05/16/02	45,153 13	57,733 02	12,579 89-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
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UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
1,866,667	YARMOUTH CAPITAL PARTNERS L P II	05/27/98	05/20/02	1,866,667 00	1,866,667 00	0 00
124,444 11	YARMOUTH CAPITAL PARTNERS L P II	04/23/97	05/20/02	124,444 11	124,444 11	0 00
770	AR DEN REALTY GROUP INC	10/03/96	05/20/02	20,151 28	15,400 00	4,751 28
255,835 05	APOLLO REAL ESTATE ADVISORS II L P	02/25/97	05/21/02	616,469 99	255,835 05	360,634 94
18,916 52	SILVER LAKE PARTNERS L P	09/30/99	05/21/02	18,916 52	18,916 52	0 00
116,471 95	SILVER LAKE PARTNERS L P	10/16/00	05/21/02	116,471 95	116,471 95	0 00
31,489 05	TL VENTURES III L P	09/05/00	05/21/02	32,789 42	31,489 05	1,300 37
4,640	AR DEN REALTY GROUP INC	10/03/96	05/21/02	120,434 04	92,800 00	27,634 04
3,700	COMCAST CORP CLASS A SPECIAL	01/04/01	05/21/02	112,286 80	156,309 83	44,023 03-
5,800	DAR DEN RESTAURANTS INC	11/22/00	05/21/02	145,749 60	100,765 33	44,984 27
5,000	EXXON MOBIL CORPORATION	03/08/99	05/21/02	199,943 96	176,716 50	23,227 46
1,100	MORGAN ST DEAN WITTER & CO	02/02/01	05/21/02	54,635 35	98,762 40	44,127 05-
1,000	NATIONWIDE FINANCIAL SRV -A	12/22/00	05/21/02	43,147 88	43,051 30	96 58
3,100	TARGET CORP	07/30/96	05/21/02	129,390 09	23,544 19	105,845 90
4,600	VERIZON COMMUNICATIONS	04/16/99	05/21/02	198,397 98	267,141 32	68,743 34-
83,418	BLACKSTONE REAL ESTATE PARTNERS II L P	01/02/98	05/21/02	123,073 56	83,418 00	39,655 56
860	AR DEN REALTY GROUP INC	10/03/96	05/22/02	22,313 31	17,200 00	5,113 31
850	AMLI RESIDENTIAL PROPERTIES	12/21/95	05/22/02	20,774 05	16,901 40	3,872 65
3,960	AMLI RESIDENTIAL PROPERTIES	03/25/99	05/22/02	96,782 64	78,447 60	18,335 04
8,790	BEDFORD PROPERTY INVESTORS	09/24/96	05/22/02	232,485 83	127,982 40	104,503 43
3,530	BRANDYME REALTY TRUST	03/25/99	05/22/02	80,977 16	59,339 30	21,637 86
2,760	COHERENT INC	05/04/01	05/22/02	81,907 96	100,272 73	18,364 77-
4,090	GLIMCHER REALTY TRUST	09/20/00	05/22/02	77,598 45	64,673 12	12,925 33

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ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARPEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
306	HARMAN INTERNATIONAL INDS	07/10/98	05/22/02	17,425 04	6,208 48	11,216 56
7,004	HARMAN INTERNATIONAL INDS INC	07/09/98	05/22/02	398,839 86	141,099 08	257,740 78
5,090	LABORATORY CORP OF AMERICAN HLDGS	04/25/01	05/22/02	241,009 30	191,370 26	49,639 04
4,810	LINCARE HOLDING INC	04/25/01	05/22/02	144,098 92	137,751 18	6,347 74
1,910	MACR-CALI REALTY CORP	10/03/00	05/22/02	62,284 36	52,216 73	10,067 63
3,530	MACR-CALI REALTY CORP	10/05/00	05/22/02	115,111 94	96,211 56	18,900 38
987	MDU RESOURCES GROUP INC	06/16/00	05/22/02	29,076 54	22,108 01	6,968 53
1,482	MDU RESOURCES GROUP INC	06/05/00	05/22/02	43,658 99	33,298 17	10,360 82
2,102	MDU RESOURCES GROUP INC	06/06/00	05/22/02	61,023 99	47,026 99	14,896 90
1,046	MDU RESOURCES GROUP INC	05/31/00	05/22/02	30,814 65	23,531 13	7,283 52
1,293	MDU RESOURCES GROUP INC	06/19/00	05/22/02	38,091 15	28,909 81	9,181 34
2,300	MEDICIS PHARMACEUTICAL CORP CL A	09/19/00	05/22/02	114,079 77	131,238 00	17,158 23-
200	MEDICIS PHARMACEUTICAL CORP CL A	09/20/00	05/22/02	9,919 98	11,787 50	1,867 52-
1,320	MEDICIS PHARMACEUTICAL CORP CL A	10/09/00	05/22/02	65,471 87	73,560 04	8,088 17-
3,490	OCCIDENTAL PETROLEUM CORP	09/21/00	05/22/02	104,278 04	77,936 59	26,341 45
2,176	PACTIV CORPORATION	10/27/00	05/22/02	49,343 44	23,722 53	25,620 91
684	PACTIV CORPORATION	10/27/00	05/22/02	15,510 53	7,443 56	8,066 97
5,925	PRECISION CASTPARTS CORP	01/18/01	05/22/02	208,531 78	200,050 51	8,481 27
3,190	REYNOLDS & REYNOLDS CO - CL A	08/13/98	05/22/02	93,361 46	49,624 28	43,737 18
5,202	RUBY TUESDAY INC	05/05/99	05/22/02	125,936 62	50,170 43	75,766 19
4,200	RUBY TUESDAY INC	05/06/99	05/22/02	101,678 93	40,650 75	61,028 18
3,268	RUBY TUESDAY INC	05/11/99	05/22/02	79,115 89	32,100 42	47,015 47
15,920	RUBY TUESDAY INC	05/18/99	05/22/02	385,411 56	151,747 05	233,664 51
2,001	THE PMI GROUP INC	11/09/98	05/22/02	170,213 73	73,937 08	96,276 65
539	THE PMI GROUP INC	11/11/98	05/22/02	45,849 68	19,362 03	26,487 65
9	UNIVERSAL HEALTH SERVICES INC CLASS B	08/09/00	05/22/02	408 05	300 57	107 48
1,061	UNIVERSAL HEALTH SERVICES INC CLASS B	08/15/00	05/22/02	48,104 28	35,414 38	12,689 90
224,714 091	GLENMEDE FUND INC-INTERNATIONAL PORT	10/28/99	05/22/02	3,325,768 55	3,948,226 58	622,458 03-
87,456 937	GLENMEDE FUND INC-INTERNATIONAL PORT	05/30/00	05/22/02	1,294,362 67	1,567,228 31	272,865 64-

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 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
25,666 81	GLENMEDE FUND INC-INTERNATIONAL PORT	12/29/00	05/22/02	379,868 79	416,572 33	36,703 54-
7,000	IBM CORP DTD 2/1/1999	03/15/00	05/17/02	6,855 24	6,554 31	300 93
35,000	IBM CORP DTD 2/1/1999	08/17/00	05/17/02	34,276 20	31,165 80	3,110 40
4,958,000	IBM CORP DTD 2/1/1999	01/27/99	05/17/02	4,855,468 56	4,954,182 34	98,713 78-
217,584 72	WESTBROOK REAL ESTATE FUND III LP	03/02/99	05/17/02	127,034 31	217,584 72	90,550 41-
2,730	ARDEN REALTY GROUP INC	10/03/96	05/23/02	71,504 72	54,600 00	16,904 72
505,049	BLACKSTONE REAL ESTATE ADVISORS III LP	10/21/99	05/23/02	670,804 70	505,049 00	165,755 70
2,817	ALCATEL ALSTHOM ADR	09/17/99	05/23/02	33,631 57	43,100 10	9,468 53-
1,193	ALCATEL ALSTHOM ADR	05/26/00	05/23/02	14,242 97	23,406 66	9,163 69-
178	ALCATEL ALSTHOM ADR	06/22/00	05/23/02	2,125 10	3,492 36	1,367 26-
327	ALCATEL ALSTHOM ADR	06/22/00	05/23/02	3,903 98	5,513 22	1,609 24-
7,400	HOME DEPOT INC	03/26/01	05/23/02	317,076 74	305,356 56	11,720 18
4,500	HOME DEPOT INC	03/26/01	05/23/02	192,816 94	185,689 80	7,127 14
11,200	NATIONWIDE FINANCIAL SERV -A	01/11/01	05/28/02	480,668 20	469,573 44	11,094 76
15,000	APPLIED MATERIALS INC	07/31/00	05/28/02	355,124 76	562,031 25	206,906 49-
1,200	APPLIED MATERIALS INC	08/09/00	05/28/02	28,409 98	43,537 50	15,127 52-
4,100	WELLPOINT HEALTH NETWORKS	02/16/01	05/29/02	299,864 95	208,878 81	90,986 14
7,047 61	LEHMAN BROS MERCHANT BANKING PRS II	05/07/98	05/30/02	13,507 47	7,047 61	6,459 86
49,570 82	K/B OPPORTUNITY FUND III	05/13/97	05/31/02	49,570 82	49,570 82	0 00
11,576 18	K/B OPPORTUNITY FUND III	12/19/95	05/31/02	11,576 18	11,576 18	0 00
22,122	DOUGLAS EMMETT REALTY FUND 1998	04/12/99	05/31/02	22,122 00	22,122 00	0 00
800	UNITED TECHNOLOGIES CORP	07/31/98	06/03/02	53,259 03	38,762 12	14,496 91
45,700	CAREMARK RX INC	05/22/01	06/04/02	840,840 84	660,675 76	180,165 08

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

47,904	39	RESOURCE CAPITAL FUND II	06/20/00	06/05/02	149,701	21	47,904	39	101,796	82
4,975		BRISTOL MYERS SQUIBB CO	07/18/00	06/05/02	139,378	87	250,652	02	111,273	15-
5,525		BRISTOL MYERS SQUIBB CO	05/02/00	06/05/02	154,787	58	271,131	76	116,344	18-
4,775		BRISTOL MYERS SQUIBB CO	07/31/00	06/05/02	133,775	70	224,953	03	91,177	33-
4,750		BRISTOL MYERS SQUIBB CO	08/09/00	06/05/02	133,075	30	235,360	18	102,284	88-
23,812		ANTHRACITE CAPITAL INC	12/02/99	06/05/02	308,563	23	176,208	80	132,354	43
54,738	06	SPROUT CAPITAL VIII L P	10/01/98	06/07/02	72,984	08	54,738	06	18,246	02
37,181	19	SPROUT CAPITAL VIII L P	11/12/98	06/07/02	49,574	92	37,181	19	12,393	73
155,650	81	TL VENTURES V LP	04/20/01	06/07/02	27,415	73	155,650	81	128,235	08-
20,133		HARBOR VEST PARTNERS	01/10/95	06/12/02	101,859	00	20,133	00	81,726	00
34,018	6	IV-PARTNERSHP FD L	12/18/98	06/12/02	34,018	60	34,018	60	0	00
96,674	2	IV L P	03/16/01	06/12/02	96,674	20	96,674	20	0	00
39,131	2	IV L P	09/25/00	06/12/02	39,131	20	39,131	20	0	00
186,200	7	COLONYINVESTOR III L P	12/28/98	06/13/02	186,200	00	186,200	00	0	00
12,795	7	CHARTERHOUSE EQUITY	01/14/98	06/13/02	12,795	70	12,795	70	0	00
7,268		PARTNERS III L P	12/28/99	06/14/02	7,268	00	7,268	00	0	00
6,554		BRENTWOOD ASSOCIATES	01/19/00	06/14/02	6,554	00	6,554	00	0	00
6,599		PRIVATE EQUITY III	05/22/00	06/14/02	39,435	08	240,038	62	200,603	54-
26,225		SUN MICROSYSTEMS INC	01/11/01	06/14/02	156,718	42	796,584	37	639,865	95-
37,775		CAREMARK RX INC	05/22/01	06/14/02	677,663	03	546,105	62	131,557	41
6,000		BOSTON SCIENTIFIC	05/23/01	06/17/02	169,494	28	103,188	60	66,305	68
11,421		NATIONWIDE FINANCIAL SERV	12/22/00	06/17/02	463,518	73	491,688	89	28,170	16-
3,379		NATIONWIDE FINANCIAL SERV	12/21/00	06/17/02	137,135	96	143,931	21	6,795	25-
7,593		NATIONWIDE FINANCIAL SERV	12/21/00	06/19/02	310,954	28	323,429	91	12,475	63-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
425	NATIONWIDE FINANCIAL SERV	12/20/00	06/19/02	17,404 92	17,973 04	568 12-
20,827	DARDEN RESTAURANTS INC	11/22/00	06/19/02	571,436 02	361,834 41	209,601 61
5,595	DARDEN RESTAURANTS INC	11/24/00	06/19/02	153,511 52	97,069 15	56,442 37
2,378	DARDEN RESTAURANTS INC	06/18/01	06/19/02	65,245 83	39,728 45	25,517 38
50,982	HARBOUR EST INT'L PRIVATE	02/03/97	06/20/02	252,319 28	50,982 00	201,337 28
9,782	NATIONWIDE FINANCIAL SERV	12/20/00	06/20/02	394,047 13	413,675 91	19,628 78-
374,000	FED HM LN BK BD DTD	04/16/98	06/21/02	378,618 90	378,948 02	329 12-
4,000	FED HM LN BK BD DTD	04/16/98	06/21/02	4,049 40	4,052 92	3 52-
1,000	FED HM LN BK BD DTD	05/26/98	06/21/02	1,012 35	1,009 53	2 82
2,054,000	U S TREASURY BONDS DTD	12/08/94	06/24/02	2,427,250 31	1,896,740 63	530,509 68
7,220	COLGATE PALMOLIVE CO	08/09/00	06/25/02	346,671 55	384,800 73	38,129 18-
1,080	COLGATE PALMOLIVE CO	10/19/00	06/25/02	51,856 69	54,606 74	2,750 05-
5,800	INTERNATIONAL BUSINESS MACHINES CORP	04/30/01	06/26/02	391,662 18	677,260 78	285,598 60-
33,498	HARBOUR EST INT'L PRIVATE	02/03/97	06/27/02	132,994 33	33,498 00	99,496 33
30,055	HARBOUR EST INT'L PRIVATE	04/28/97	06/27/02	119,324 87	30,055 00	89,269 87
17,509	HARBOURVEST INT'L PRIV EQ	07/28/98	06/27/02	34,649 80	17,509 00	17,140 80
188,413 4	DLJ REAL ESTATE CAPITAL PARTNERS II LP	04/12/00	06/27/02	344,527 36	188,413 40	156,113 96
97,152	TA SUBORDINATED DEBT FUND LP	06/14/00	06/27/02	97,152 00	97,152 00	0 00
92,856	DOUGLAS EMMETT REALTY FUND 1998	04/12/99	06/27/02	92,856 00	92,856 00	0 00

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ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
13,340	APA EXCELSIOR V L P	10/30/98	06/27/02	49,489 67	13,340 00	36,149 67
117,844	PEABODY GLOBAL REAL ESTATE PARTNERS	09/22/00	06/28/02	117,844 00	117,844 00	0 00
932,673 94	THE REALTY ASSOCIATES FUND IV	05/15/97	06/28/02	932,673 94	932,673 94	0 00
1,790,564 06	THE REALTY ASSOCIATES FUND IV	07/15/97	06/28/02	1,790,564 06	1,790,564 06	0 00
36,980	COLONYINVESTOR III L P	12/28/98	06/28/02	36,980 00	36,980 00	0 00
9,044	HARBORVEST PARTNERS V-PRISHP FD LP	10/19/98	06/28/02	80,850 00	9,044 00	71,806 00
21,811	HARBORVEST INT'L PRIV EQ PART III P TSH	01/08/99	06/28/02	48,717 76	21,811 00	26,906 76
118,660 33	VALUE ENHANCEMENT FUND III	12/18/98	06/28/02	118,660 33	118,660 33	0 00
11,389	HARBORVEST INT'L PRIV EQ PART III P TSH	07/08/98	06/18/02	17,745 37	11,389 00	6,356 37
1,979	HARBORVEST INT'L PRIV EQ PART III P TSH	01/08/99	06/18/02	3,083 51	1,979 00	1,104 51
30,700	DARDEN RESTAURANTS INC WESTBROOK REAL ESTATE FUND III L P	11/22/00	06/18/02	819,643 78	533,361 34	286,282 44
230,282 19	WESTBROOK REAL ESTATE FUND III L P	03/02/99	06/18/02	384,525 91	230,282 19	154,243 72
443,213 56	WESTBROOK REAL ESTATE FUND III L P	04/07/99	06/18/02	740,079 38	443,213 56	296,865 82
258,346 88	APOLLO REAL ESTATE MANAGEMENT IV LP	01/20/00	07/01/02	306,098 20	258,346 88	47,751 32
37,125	APOLLO REAL ESTATE MANAGEMENT IV LP	01/20/00	07/01/02	43,986 96	37,125 00	6,861 96
13,239 69	APOLLO REAL ESTATE MANAGEMENT IV LP	03/15/00	07/01/02	15,686 84	13,239 69	2,447 15
1,412	WORLDCOM INC-MCI GROUP MANAGEMENT IV LP	05/22/01	07/01/02	360 89	25,321 26	24,960 37-
35,300	WORLDCOM INC-WORLDCOM GROUP	05/22/01	07/01/02	2,192 06	625,610 74	623,418 68-
12,737 57	K/B OPPORTUNITY FUND III	12/19/95	07/02/02	14,130 41	12,737 57	1,392 84
337,080	K/B OPPORTUNITY FUND III	10/14/97	07/02/02	373,939 21	337,080 00	36,859 21
164,006	K/B OPPORTUNITY FUND III	12/12/95	07/02/02	181,939 82	164,006 00	17,933 82

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01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,100	CUNO INCORPORATED	05/24/01	07/02/02	74,022 76	57,225 00	16,797 76
132,550	BLACKSTONE REAL ESTATE PARTNERS II L P	01/02/98	07/03/02	403,416 56	132,550 00	270,866 56
11,000	CITIGROUP INC	03/26/01	07/03/02	403,027 85	483,560 00	80,532 15-
24,213 7	APOLLO INVESTMENTS FUND	03/17/00	07/09/02	24,213 70	24,213 70	0 00
54,644 8	APOLLO INVESTMENTS FUND	03/27/00	07/09/02	54,644 80	54,644 80	0 00
61,786	RESOURCE CAPITAL FUND L P	05/23/00	07/11/02	108,396 49	61,786 00	46,610 49
172,134	RESOURCE CAPITAL FUND L P	11/12/98	07/11/02	301,989 47	172,134 00	129,855 47
117,166 76	RESOURCE CAPITAL FUND L P	02/17/99	07/11/02	205,555 72	117,166 76	88,388 96
9,420	OLYMPUS REAL ESTATE FUND III LP	12/19/00	07/12/02	87,959 08	9,420 00	78,539 08
58,130	OLYMPUS REAL ESTATE FUND II	06/12/98	07/12/02	249,908 39	58,130 00	191,778 39
77,662	WESTBROOK REAL EST FD II LP MANAGEMENT	10/07/98	07/05/02	77,832 70	77,662 00	170 70
1,591,108 02	WESTBROOK REAL EST FD II LP MANAGEMENT	01/27/99	07/05/02	1,594,605 33	1,591,108 02	3,497 31
64,548 76	CROW FAMILY HOLDINGS REALTY PARTNERS LP	04/15/98	07/15/02	64,548 76	64,548 76	0 00
52,758 5	CROW FAMILY HOLDINGS REALTY PARTNERS LP	07/22/98	07/15/02	52,758 50	52,758 50	0 00
14,450	E I DU PONT DE NEMOURS & CO	06/01/01	07/18/02	584,672 69	669,248 86	84,576 17-
9,600 400	JOHNSON & JOHNSON	06/05/01	07/19/02	405,654 01	488,465 76	82,811 75-
804,505 229	GLENMEDE FUND INC-INTERNATIONAL PORT	12/29/00	07/22/02	10,000,000 00	13,057,119 87	3,057,119 87-

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARBEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
421,212	PEABODY GLOBAL REAL ESTATE PARTNERS	09/22/00	07/23/02	421,212 00	421,212 00	0 00
500	EASTMAN KODAK CO	05/22/01	07/25/02	14,163 42	24,015 00	9,851 58-
324 5	JM SMUCKER CO/THE-NEW COM	07/19/01	07/29/02	10,794 00	8,803 99	1,990 01
32,773	DOUGLAS EMMETT REALTY FUND 1998	04/12/99	07/30/02	32,773 00	32,773 00	0 00
146,612 11	WESTBROOK REAL ESTATE FUND III L P	04/07/99	07/26/02	225,159 30	146,612 11	78,547 19
134,187 41	ASIAN REALTY PARTNERS LP	06/24/99	07/31/02	148,500 01	134,187 41	14,312 60
3,100	WELLPOINT HEALTH NETWORKS	02/16/01	07/31/02	220,974 35	157,932 75	63,041 60
1,000	WELLPOINT HEALTH NETWORKS	02/22/01	07/31/02	71,282 05	47,280 00	24,002 05
55,285	COLONYINVESTOR III L P	12/28/98	08/01/02	109,964 96	55,285 00	54,679 96
136,273	COLONYINVESTOR III L P	02/23/99	08/01/02	271,054 62	136,273 00	134,781 62
5,995	ADVANCEPCS	04/25/01	08/01/02	106,119 67	175,133 43	69,013 76-
91,875	APOLLO REAL ESTATE	06/04/01	08/02/02	128,496 50	91,875 00	36,621 50
1,255,929 31	APOLLO REAL ESTATE ADVISORS III L P	06/25/98	08/02/02	1,756,544 49	1,255,929 31	500,615 18
5,275	AFFILIATED MANAGERS GROUP	06/14/00	08/02/02	238,934 99	206,041 50	32,893 49
1,560	HARMAN INTERNATIONAL INDS INC	07/09/98	08/02/02	63,289 47	31,426 98	31,862 49
720	BRANDYWINE REALTY TRUST	03/25/99	08/02/02	16,405 98	12,103 20	4,302 78
1,880	BEDFORD PROPERTY INVESTORS	09/24/96	08/02/02	46,221 77	27,372 80	18,848 97
910	AMLI RESIDENTIAL PROPERTIES	03/25/99	08/02/02	20,965 76	18,027 10	2,938 66
4,125	APPLIED MATERIALS INC	12/08/00	08/02/02	54,390 60	90,198 08	35,807 48-
81,766 149	GLENMEDE FUND INC-INTERNATIONAL PORT	12/29/00	08/02/02	1,000,000 00	1,327,064 60	327,064 60-
48,855 548	GLENMEDE FUND INC-INTERNATIONAL PORT	12/29/00	08/05/02	584,312 35	792,925 54	208,613 19-
369,204 653	GLENMEDE FUND INC-INTERNATIONAL PORT	10/30/00	08/05/02	4,415,687 65	5,781,744 87	1,366,057 22-

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 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFEY

UNITS SECURITY DATE DATE ACQUIRED DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

UNITS	SECURITY	DATE	DATE	ACQUIRED	DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
194,272 06	WALTON STREET REAL ESTATE FUND I L L C	11/21/97	08/06/02	1,098,823 88	194,272 06			904,551 82
8,620	COLGATE PALMOLIVE CO	10/19/00	08/06/02	447,298 98	435,842 72			11,456 26
3,246 67	CHARTERHOUSE EQUITY PARTNERS III L P	01/14/98	08/09/02	3,246 67	3,246 67			0 00
7,275	TARGET CORP	01/10/01	08/09/02	232,273 53	250,365 49			18,091 96-
8,376	TARGET CORP	07/30/96	08/09/02	267,425 85	63,614 89			203,810 96
6,524	TARGET CORP	07/31/96	08/09/02	208,295 88	49,451 92			158,843 96
10,700	SOUTHWEST AIRLINES KROGER CO	03/28/01	08/13/02	139,551 59	192,949 89			53,398 30-
82,000		08/02/01	08/13/02	1,586,455 26	2,191,983 00			605,527 74-
10,854 13	CROW FAMILY HOLDINGS REALTY PARTNERS LP	07/22/98	08/16/02	10,854 13	10,854 13			0 00
17,800	TARGET CORP	07/31/96	08/16/02	619,243 26	134,924 00			484,319 26
395,569 62	GLENMEDE FUND INC-INTERNATIONAL PORT	10/30/00	08/16/02	5,000,000 00	6,194,620 25			1,194,620 25-
10,900	AQUILA INC	05/22/01	08/16/02	24,525 33	408,193 01			383,667 68-
2,056 61	INFORMATION TECHNOLOGY VENTURES L P	02/20/97	08/19/02	2,056 61	2,056 61			0 00
92,219 48	INFORMATION TECHNOLOGY VENTURES L P	03/14/97	08/19/02	92,219 48	92,219 48			0 00
222,727	ATLANTIC EQUITY PARTNERS III LP	12/14/00	08/19/02	222,727 00	222,727 00			0 00
1,400	UNITEDHEALTH GROUP INC	08/02/01	08/15/02	17,833 56	12,918 62			4,914 94
8,000,000	US INFLATION INDEX TREASURY NOTES DTD 4/15/1999 3 875%	05/04/99	08/20/02	10,366,692 25	8,045,377 68			2,321,314 57
13,000	VERIZON COMMUNICATIONS	11/01/00	08/20/02	417,733 27	727,155 00			309,421 73-
2,750	VERIZON COMMUNICATIONS	05/02/00	08/20/02	88,366 65	149,524 38			61,157 73-
25,200	VERIZON COMMUNICATIONS	04/16/99	08/20/02	809,759 87	1,463,469 84			653,709 97-
2,000	SBC COMMUNICATIONS INC	10/11/00	08/20/02	56,003 11	99,052 20			43,049 09-
15,925	SBC COMMUNICATIONS INC	09/22/00	08/20/02	445,924 74	753,357 61			307,432 87-

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 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
51,478	BLACKSTONE REAL ESTATE PARTNERS II L P	01/02/98	08/20/02	116,336 86	51,478 00	64,858 86
400	HORACE MANN EDUCATORS CORP	05/23/01	08/21/02	6,414 96	8,148 00	1,733 04-
160,625	BLACKSTONE REAL ESTATE	10/21/99	08/21/02	160,625 00	160,625 00	0 00
207,878	ADVISORS III LP	11/17/99	08/21/02	207,878 00	207,878 00	0 00
1,900	PHARMACIA CORPORATION ADVISORS III LP	05/22/01	08/21/02	85,480 13	88,420 00	2,939 87-
0 704	TRAVELERS PROPERTY CASUALTY CL A	07/16/01	08/21/02	10 07	16 22	6 15-
0 116	TRAVELERS PROPERTY CASUALTY CL A	05/12/00	08/21/02	1 66	01 99	0 33-
0 808	TRAVELERS PROPERTY CASUALTY CL B	07/16/01	08/21/02	12 18	19 70	7 52-
0 041	TRAVELERS PROPERTY CASUALTY CL B	05/12/00	08/21/02	0 62	00 74	0 12-
37,708	TARGET CORP	07/31/96	08/22/02	1,375,007 10	285,826 64	1,089,180 46
400	HORACE MANN EDUCATORS CORP	05/23/01	08/22/02	6,484 00	8,148 00	1,664 00-
1,900	PHARMACIA CORPORATION	05/22/01	08/22/02	85,946 57	88,420 00	2,473 43-
6,690	TALISMAN ENERGY	05/30/01	08/22/02	279,147 89	268,805 54	10,342 35
4,920	TALISMAN ENERGY	05/30/01	08/22/02	205,292 62	197,686 58	7,606 04
3,745	TALISMAN ENERGY	05/30/01	08/26/02	155,985 74	150,474 85	5,510 89
400	HORACE MANN EDUCATORS CORP	05/23/01	08/26/02	6,412 92	8,148 00	1,735 08-
2,500	WASHINGTON MUTUAL INC	05/22/01	08/26/02	93,028 19	91,675 00	1,353 19
200	HORACE MANN EDUCATORS CORP	05/23/01	08/27/02	3,238 26	4,074 00	835 74-
400	WASHINGTON MUTUAL INC	05/22/01	08/27/02	14,990 46	14,668 00	322 46
32,773	DOUGLAS EMMETT REALTY FUND 1998	04/12/99	08/28/02	32,773 00	32,773 00	0 00
9,800	WELLPOINT HEALTH NETWORKS	02/22/01	08/28/02	718,425 16	463,344 00	255,081 16
1,400	WELLPOINT HEALTH NETWORKS	05/10/01	08/28/02	102,632 17	59,269 91	43,362 26
9,850	MORGAN ST DEAN WITLER & CO	02/02/01	08/28/02	417,794 84	884,372 40	466,577 56-

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
7,475	MORGAN ST DEAN WITTER & CO	08/24/01	08/28/02	317,057 50	421,518 99	104,461 49-
9,600	MORGAN ST DEAN WITTER & CO	02/02/01	08/28/02	407,190 91	861,926 40	454,735 49-
18,900	MORGAN ST DEAN WITTER & CO	07/26/01	08/28/02	801,657 10	1,087,041 06	285,383 96-
400	HORACE MANN EDUCATORS CORP	05/23/01	08/28/02	6,432 72	8,148 00	1,715 28-
1,000	WASHINGTON MUTUAL INC	05/22/01	08/28/02	36,965 38	36,670 00	295 38
887 06	CITIGROUP INC	07/31/00	08/28/02	29,824 89	30,219 99	395 10-
9,595 94	CITIGROUP INC	07/31/00	08/28/02	322,636 47	326,910 49	4,274 02-
108,504	TA SUBORDINATED DEBT FUND LP	06/14/00	08/29/02	132,000 00	108,504 00	23,496 00
18,000	EXXON MOBIL CORPORATION	07/31/00	08/29/02	631,636 92	720,576 00	88,939 08-
86,861	ABRY PARTNERS IV L P	03/30/01	08/30/02	86,861 00	86,861 00	0 00
10,519	ABRY PARTNERS IV L P	04/13/01	08/30/02	10,519 00	10,519 00	0 00
185,400	TRANSMISSIVE OFFICE PARTNERS II	04/29/98	08/30/02	185,400 00	185,400 00	0 00
228,200	TRANSMISSIVE OFFICE PARTNERS II	10/13/98	08/30/02	228,200 00	228,200 00	0 00
443,714 051	GLENMEDE FUND INC-INTERNATIONAL PORT	10/30/00	09/04/02	5,400,000 00	6,948,562 04	1,548,562 04-
800	WASHINGTON MUTUAL INC	05/22/01	09/04/02	30,094 53	29,336 00	758 53
8,233 3333	CITIGROUP INC	07/19/00	09/04/02	245,263 58	385,563 95	140,300 37-
125	CITIGROUP INC	07/27/01	09/04/02	3,723 64	5,868 26	2,144 62-
1,583 3333	CITIGROUP INC	05/02/00	09/04/02	47,166 07	68,098 42	20,932 35-
900	WASHINGTON MUTUAL INC	05/22/01	09/05/02	33,517 14	33,003 00	514 14
300	WASHINGTON MUTUAL INC	05/22/01	09/05/02	11,254 67	11,001 00	253 67
1,500	WASHINGTON MUTUAL INC	05/22/01	09/06/02	56,966 18	55,005 00	1,961 18
100	HORACE MANN EDUCATORS CORP	05/23/01	09/09/02	1,640 62	2,037 00	396 38-
0 566	MONSANTO CO	05/22/01	08/23/02	9 13	10 03	0 90-
2,945	TALISMAN ENERGY	05/30/01	08/23/02	122,767 97	118,330 69	4,437 28
20,225	APPLIED MATERIALS INC	12/08/00	08/23/02	316,046 48	442,243 89	126,197 41-
200	Pfizer INC	07/31/00	08/23/02	6,950 47	8,680 90	1,730 43-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

ACCOUNT 0049-00-16 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
4,500	PIZNER INC	08/09/00	08/23/02	156,385 58	196,580 25	40,194 67-
3,100	PIZNER INC	05/01/00	08/23/02	107,732 28	134,358 34	26,626 06-
200	HORACE MANN EDUCATORS CORP	05/23/01	08/23/02	3,213 92	4,074 00	860 08-
61,808 5	PEABODY GLOBAL REAL ESTATE PARTNERS	09/22/00	08/23/02	61,808 50	61,808 50	0 00
123,607 5	PEABODY GLOBAL REAL ESTATE PARTNERS	10/20/00	08/23/02	123,607 50	123,607 50	0 00
8,712 94	CITIGROUP INC	05/12/00	08/23/02	295,784 94	304,975 61	9,190 67-
887 06	CITIGROUP INC	07/31/00	08/23/02	30,113 72	30,219 99	106 27-
1,000,000	US TREASURY N/B DTD 2/15/2001 5% 2/15/2011	08/29/01	09/10/02	1,076,093 75	1,008,828 12	67,265 63
14,700	THE PMI GROUP INC	07/23/01	09/10/02	488,696 97	480,459 95	8,237 02
200	HORACE MANN EDUCATORS CORP	05/23/01	09/10/02	3,257 42	4,074 00	816 58-
300	CHARLES RIVER LABORATORIES	11/20/00	09/11/02	11,138 96	7,330 50	3,808 46
1,940	CHARLES RIVER LABORATORIES	11/30/00	09/11/02	72,031 97	41,557 32	30,474 65
10,500	THE PMI GROUP INC	07/23/01	09/11/02	343,733 34	343,185 67	547 67
200	HORACE MANN EDUCATORS CORP	05/23/01	09/11/02	3,253 52	4,074 00	820 48-
4,190	THE PMI GROUP INC	07/23/01	09/12/02	135,919 47	136,947 43	1,027 96-
200	HORACE MANN EDUCATORS CORP	05/23/01	09/12/02	3,208 20	4,074 00	865 80-
3,500	THE PMI GROUP INC	07/23/01	09/13/02	110,665 23	114,395 22	3,729 99-
810	THE PMI GROUP INC	07/23/01	09/13/02	25,611 09	26,474 32	863 23-
100	HORACE MANN EDUCATORS CORP	05/23/01	09/13/02	1,599 64	2,037 00	437 36-
34,019 45	SILVER LAKE PARTNERS L P	11/16/00	09/13/02	34,019 45	34,019 45	0 00
918,261	BEACON CAPITAL STRATEGIC PARTNERS LP	08/14/01	09/16/02	918,261 00	918,261 00	0 00
1,120,276 2	BEACON CAPITAL STRATEGIC PARTNERS LP	09/06/01	09/16/02	1,120,276 20	1,120,276 20	0 00
720,307	DOVER STREET IV LP	03/02/00	09/16/02	720,307 00	720,307 00	0 00
100	HORACE MANN EDUCATORS CORP	05/23/01	09/16/02	1,596 97	2,037 00	440 03-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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472,132	SECURITY CAPITAL EUROPEAN	04/08/98	09/17/02	8,819,425 76	9,442,640 00	623,214 24-
	REALTY					
250 5849	TRAVELERS PROPERTY CASUALTY CL A	02/05/99	09/18/02	3,255 00	3,025 17	229 83
502 61	TRAVELERS PROPERTY CASUALTY CL A	05/02/00	09/18/02	6,528 70	10,580 81	4,052 11-
777 6773	TRAVELERS PROPERTY CASUALTY CL A	05/22/00	09/18/02	10,101 71	15,982 67	5,880 96-
355 7154	TRAVELERS PROPERTY CASUALTY CL A	07/19/00	09/18/02	4,620 60	8,153 55	3,532 95-
5 4005	TRAVELERS PROPERTY CASUALTY CL A	07/27/01	09/18/02	70 15	124 10	53 95-
5,568 732	TRAVELERS PROPERTY CASUALTY CL A	12/16/99	09/18/02	72,335 58	102,698 37	30,362 79-
120 268	TRAVELERS PROPERTY CASUALTY CL A	07/16/01	09/18/02	1,562 23	2,771 48	1,209 25-
100	HORACE MANN EDUCATORS CORP CASUALTY CL A	05/23/01	09/18/02	1,565 49	2,037 00	471 51-
11,441 2643	TRAVELERS PROPERTY CASUALTY CL B	12/16/99	09/18/02	151,477 71	227,699 92	76,222 21-
247 7357	TRAVELERS PROPERTY CASUALTY CL B	07/16/01	09/18/02	3,279 92	6,161 11	2,881 19-
514 8405	TRAVELERS PROPERTY CASUALTY CL B	02/05/99	09/18/02	6,816 28	6,707 33	108 95
1,032 6399	TRAVELERS PROPERTY CASUALTY CL B	05/02/00	09/18/02	13,671 73	23,459 48	9,787 75-
1,597 7809	TRAVELERS PROPERTY CASUALTY CL B	05/22/00	09/18/02	21,153 98	35,436 32	14,282 34-
730 8369	TRAVELERS PROPERTY CASUALTY CL B	07/19/00	09/18/02	9,675 98	18,077 81	8,401 83-
11 0957	TRAVELERS PROPERTY CASUALTY CL B	07/27/01	09/18/02	146 90	275 14	128 24-
731 9474	TRAVELERS PROPERTY CASUALTY CL A	05/01/00	09/19/02	9,496 58	10,118 39	621 81-
376 3205	TRAVELERS PROPERTY CASUALTY CL A	05/12/00	09/19/02	4,882 53	6,447 35	1,564 82-
589 3602	TRAVELERS PROPERTY CASUALTY CL A	07/18/00	09/19/02	7,646 60	8,950 49	1,303 89-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
608 3719	TRAVELERS PROPERTY CASUALTY CL A	07/31/00	09/19/02	7,893 26	10,144 57	2,251 31-
350	JM SMUCKER CO/THE-NEW COM	01/25/01	09/19/02	13,068 57	9,596 01	3,472 56
1,503 8258	TRAVELERS PROPERTY CASUALTY CL B	05/01/00	09/19/02	19,744 63	22,434 21	2,689 58-
773 3683	TRAVELERS PROPERTY CASUALTY CL B	05/12/00	09/19/02	10,154 02	14,298 55	4,144 53-
1,210 8727	TRAVELERS PROPERTY CASUALTY CL B	07/18/00	09/19/02	15,898 27	19,844 78	3,946 51-
1,249 9332	TRAVELERS PROPERTY CASUALTY CL B	07/31/00	09/19/02	16,411 12	22,492 25	6,081 13-
49,913	HICKS MUSE TATE & FURST EQ FUND V LP	05/21/01	09/23/02	49,913 00	49,913 00	0 00
92,400	COLONYINVESTOR III L P	02/23/99	09/25/02	92,400 00	92,400 00	0 00
52,500	APOLLO REAL ESTATE ADVISORS II L P	05/22/97	09/27/02	128,676 47	52,500 00	76,176 47
70,228	APOLLO REAL ESTATE ADVISORS II L P	09/21/01	09/27/02	172,127 45	70,228 00	101,899 45
78,423 75	APOLLO REAL ESTATE ADVISORS II L P	12/22/97	09/27/02	192,215 08	78,423 75	113,791 33
388,940 64	TL VENTURES IV L P	09/12/01	09/27/02	242,327 82	388,940 64	146,612 82-
159,271 79	WESTBROOK REAL ESTATE FUND III L P	04/07/99	09/27/02	165,041 22	159,271 79	5,769 43
89,986 73	WESTBROOK REAL ESTATE FUND III L P	09/27/99	09/27/02	93,246 39	89,986 73	3,259 66
92,630	WESTBROOK REAL ESTATE FUND III L P	09/30/99	09/27/02	95,985 41	92,630 00	3,355 41
220,321 9	WESTBROOK REAL ESTATE FUND III L P	11/12/99	09/27/02	228,302 79	220,321 90	7,980 89
6,600	SBC COMMUNICATIONS INC	09/08/00	09/27/02	132,502 87	293,294 10	160,791 23-
30,600	SBC COMMUNICATIONS INC	09/25/01	09/27/02	614,331 50	1,431,550 61	817,219 11-
700	SBC COMMUNICATIONS INC	06/29/01	09/27/02	14,053 34	27,865 39	13,812 05-
175,000	TL VENTURES III L P	06/30/99	09/27/02	159,866 39	175,000 00	15,133 61-
110,294 02	TL VENTURES III L P	08/31/98	09/27/02	100,756 04	110,294 02	9,537 98-
259,306 63	VALUE ENHANCEMENT FUND II	05/22/97	09/30/02	259,306 63	259,306 63	0 00
490,561 01	VALUE ENHANCEMENT FUND II	12/16/98	09/30/02	490,561 01	490,561 01	0 00

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 THE PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
518,613 26	VALUE ENHANCEMENT FUND II	09/30/98	01/26/98	518,613 26	518,613 26	0 00
292,468 87	VALUE ENHANCEMENT FUND II	09/30/02	08/27/96	292,468 87	292,468 87	0 00
622,222	YARMOUTH CAPITAL PARTNERS	09/30/02	02/26/98	622,222 00	622,222 00	0 00
0 89	YARMOUTH CAPITAL PARTNERS	09/30/02	04/23/97	0 89	00 89	0 00
684,443 78	YARMOUTH CAPITAL PARTNERS	09/30/02	07/26/96	684,443 78	684,443 78	0 00
1,141,157 28	VALUE ENHANCEMENT FUND	09/30/02	12/18/98	1,141,157 28	1,141,157 28	0 00
45,474 46	VALUE ENHANCEMENT FUND	09/30/02	03/30/98	45,474 46	45,474 46	0 00
212,141	KOLL BREN FUND V L P	09/30/02	06/12/98	42,377 24	212,141 00	169,763 76
29,627 75	YARMOUTH CAPITAL PARTNERS	09/30/02	04/27/95	29,627 75	29,627 75	0 00
6,206	HICKS MUSE FATE & FURST	09/30/02	03/23/99	6,206 00	6,206 00	0 00
2,500	CHARLES RIVER LABORATORIES	10/01/02	11/30/00	97,495 81	53,553 25	43,942 56
300	PHARMACIA CORPORATION	10/01/02	05/22/01	12,128 63	13,961 05	1,832 42
10,675	JOHNSON & JOHNSON	10/02/02	09/04/01	622,511 98	597,128 54	25,383 44
23,300	VISHAY INTERTECHNOLOGY	10/02/02	09/14/00	211,916 37	855,296 39	643,380 02
400	VISHAY INTERTECHNOLOGY	10/02/02	07/27/01	3,638 05	9,560 00	5,921 95
2,800	CENDANT CORP	10/04/02	05/09/01	29,394 63	50,399 16	21,004 53
1,600	CENDANT CORP	10/04/02	05/09/01	16,796 93	28,799 52	12,002 59
15,500	CENDANT CORP	10/04/02	04/30/01	161,819 75	274,376 35	112,556 60
3,100	CENDANT CORP	10/04/02	05/09/01	32,363 95	55,799 07	23,435 12
5,800	CENDANT CORP	10/04/02	04/18/01	60,551 91	98,203 28	37,651 37
200	PHARMACIA CORPORATION	10/04/02	05/22/01	7,748 82	9,307 37	1,558 55
1,200	CENDANT CORP	10/04/02	04/18/01	12,597 69	20,317 92	7,720 23
800	CENDANT CORP	10/04/02	04/18/01	8,351 98	13,545 28	5,193 30
800	WAL MART STORES INC	10/04/02	07/30/01	40,419 58	44,490 88	4,071 30
4,800	WAL MART STORES INC	10/04/02	07/27/01	242,517 49	266,356 80	23,839 31
100	PHARMACIA CORPORATION	10/07/02	05/22/01	3,855 50	4,653 68	798 18

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The PEW MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
15,600	CENDANT CORP	04/17/01	10/07/02	158,467 80	254,971 08	96,503 28
2,000	CENDANT CORP	04/18/01	10/07/02	20,316 39	33,863 20	13,546 81
21,000	DUKE ENERGY CORP	06/01/00	10/09/02	362,680 00	607,661 24	244,981 24
1,875	DUKE ENERGY CORP	07/19/00	10/09/02	32,382 14	58,183 59	25,801 45
14,625	WEYERHAEUSER CO	08/02/01	10/09/02	552,296 46	877,460 51	325,164 05
12,000	WEYERHAEUSER CO	08/16/01	10/09/02	453,166 32	705,828 00	252,661 68
6,600	CISCO SYSTEMS	06/05/01	10/09/02	57,900 04	140,331 84	82,431 80
9,100	CISCO SYSTEMS	06/05/01	10/09/02	77,179 31	193,487 84	116,308 53
3,700	CISCO SYSTEMS	06/05/01	10/09/02	32,317 78	78,670 88	46,353 10
800	CISCO SYSTEMS	06/05/01	10/09/02	6,843 79	17,009 92	10,166 13
11,600	CISCO SYSTEMS	06/05/01	10/09/02	103,083 76	246,643 84	143,560 08
7,000	CISCO SYSTEMS	06/29/01	10/09/02	62,205 72	137,696 30	75,490 58
17,700	THE PMI GROUP INC	03/16/01	10/10/02	483,974 17	503,326 93	19,352 76
27,430	BRENTWOOD ASSOC BUYOUT FUND II LP	07/25/97	10/11/02	70,501 36	27,430 00	43,071 36
280,000	SECURITY CAPITAL PREFERRED GROWTH INC	11/10/97	10/15/02	6,526,800 00	5,600,000 00	926,800 00
700	SECURITY CAPITAL PREFERRED GROWTH INC	07/29/97	10/15/02	16,317 00	14,000 00	2,317 00
2,850	PROCTER & GAMBLE CO	09/20/01	10/15/02	254,041 32	207,281 15	46,760 17
2,070	CHARLES RIVER LABORATORIES	11/30/00	10/15/02	80,396 36	44,342 09	36,054 27
400	PHARMACIA CORPORATION	05/22/01	10/15/02	17,037 16	18,614 74	1,577 58
8,000,000	U S TREASURY BONDS DTD 7 5% 11/15/2016	10/21/99	10/16/02	10,248,125 00	8,632,500 00	1,615,625 00
3,569,000	U S TREASURY BONDS DTD 7 5% 11/15/1986	11/10/94	10/16/02	4,571,944 76	3,309,689 84	1,262,254 92
3,990	CHARLES RIVER LABORATORIES	11/30/00	10/16/02	156,151 51	85,470 99	70,680 52
300	PHARMACIA CORPORATION	05/22/01	10/16/02	12,926 19	13,961 05	1,034 86
2,100	PHARMACIA CORPORATION	05/22/01	10/16/02	90,107 23	97,727 36	7,620 13
160,034 37	CROW FAMILY HOLDINGS REALTY PARTNERS LP	09/30/98	10/17/02	160,034 37	160,034 37	0 00

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ADMINISTRATOR JAMES BELANGER
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 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
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UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
423,576	STARWOOD OPPORTUNITY FUND	08/16/99	10/17/02	423,576 00	423,576 00	0 00
64,155	BLACKSTONE MEZZANINE V L P	04/20/00	10/17/02	80,193 75	64,155 00	16,038 75
40,081 8	BLACKSTONE MEZZANINE PARTNERS LP	05/26/00	10/17/02	50,102 25	40,081 80	10,020 45
94,847	OLYMPUS REAL ESTATE FUND II	06/12/98	10/17/02	94,847 00	94,847 00	0 00
3,300	PHARMACIA CORPORATION	05/22/01	10/17/02	144,708 88	153,571 57	8,862 69-
600	LOWES COS INC	05/22/01	10/17/02	25,719 78	21,405 00	4,314 78
42,538 83	NATURAL GAS PARTNERS VI LP	11/15/00	10/21/02	42,538 83	42,538 83	0 00
50,537 57	NATURAL GAS PARTNERS VI LP	12/21/00	10/21/02	50,537 57	50,537 57	0 00
283,592 17	NATURAL GAS PARTNERS VI LP	01/10/01	10/21/02	283,592 17	283,592 17	0 00
168,072 03	NATURAL GAS PARTNERS VI LP	03/21/01	10/21/02	168,072 03	168,072 03	0 00
28,359 22	NATURAL GAS PARTNERS VI LP	05/01/01	10/21/02	28,359 22	28,359 22	0 00
15,353 93	NATURAL GAS PARTNERS VI LP	07/02/01	10/21/02	15,353 93	15,353 93	0 00
940	HARMAN INTERNATIONAL INDS INC	07/09/98	10/21/02	49,745 17	18,936 77	30,808 40
800	LEXMARK INTL GROUP INC CL-A	05/22/01	10/21/02	46,497 71	55,160 00	8,662 29-
400	LOWES COS INC	05/22/01	10/18/02	17,319 87	14,270 00	3,049 87
8,600	DELL COMPUTER	03/26/01	10/18/02	239,369 48	234,350 00	5,019 48
17,500	CHECK POINT SOFTWARE TECH	08/27/01	10/22/02	227,666 35	591,664 50	363,998 15-
5,000	CHECK POINT SOFTWARE TECH	10/17/01	10/22/02	65,047 53	163,000 00	97,952 47-
5,100	VERIZON COMMUNICATIONS	04/30/01	10/22/02	189,439 38	285,714 75	96,275 37-
4,700	VERIZON COMMUNICATIONS	11/29/00	10/22/02	174,581 39	260,347 57	85,766 18-
1,200	PHARMACIA CORPORATION	05/22/01	10/23/02	49,529 58	55,844 21	6,314 63-
1,800	EBAY INC	09/07/01	10/23/02	113,646 96	97,506 00	16,140 96
100	PHARMACIA CORPORATION	05/22/01	10/24/02	4,187 15	4,653 68	466 53-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFBY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

170,503	DLJ REAL ESTATE CAPITAL PARTNERS INC	10/13/98	10/25/02	212,519 75	170,503 00	42,016 75
200	PHARMACIA CORPORATION	05/22/01	10/25/02	8,414 64	9,307 37	892 73-
58,349	WESTBROOK REAL ESTATE FUND III L P	11/12/99	10/25/02	76,450 24	58,349 00	18,101 24
483,462 5	PEABODY GLOBAL REAL ESTATE PARTNERS	10/20/00	10/29/02	483,462 50	483,462 50	0 00
428,520	PEABODY GLOBAL REAL ESTATE PARTNERS	11/08/00	10/29/02	428,520 00	428,520 00	0 00
116,469 5	PEABODY GLOBAL REAL ESTATE PARTNERS	11/28/00	10/29/02	116,469 50	116,469 50	0 00
9,575	AMERICAN EXPRESS CO	10/29/01	10/30/02	338,370 27	289,200 42	49,169 85
11,000	PFIZER INC	05/01/00	10/31/02	348,527 77	476,755 40	128,227 63-
5,700	JOHNSON & JOHNSON	07/31/00	10/31/02	331,200 47	265,933 50	65,266 97
175	INTERNATIONAL BUSINESS MACHINES CORP	07/27/01	11/04/02	14,416 52	18,390 75	3,974 23-
775	INTERNATIONAL BUSINESS MACHINES CORP	05/22/00	11/04/02	63,844 59	81,130 88	17,286 29-
492,779 21	VALUE ENHANCEMENT FUND III	06/25/99	11/05/02	492,779 21	492,779 21	0 00
2,084,525 54	VALUE ENHANCEMENT FUND III	03/30/98	11/05/02	2,084,525 54	2,084,525 54	0 00
394,224 97	VALUE ENHANCEMENT FUND III	02/24/99	11/05/02	394,224 97	394,224 97	0 00
295,668 73	VALUE ENHANCEMENT FUND III	03/11/99	11/05/02	295,668 73	295,668 73	0 00
55,456 64	VALUE ENHANCEMENT FUND III	11/03/98	11/05/02	55,456 64	55,456 64	0 00
128,970	HARBOR EST INT'L PRIV EQ PTNRS II-DIR	05/11/98	11/05/02	419,130 62	128,970 00	290,160 62
550	CHEVRONTEXACO CORPORATION	08/09/00	11/05/02	37,368 13	45,620 85	8,252 72-
350	CHEVRONTEXACO CORPORATION	10/12/01	11/05/02	23,779 72	32,154 29	8,374 57-
12,700	CHEVRONTEXACO CORPORATION	10/10/01	11/05/02	862,864 05	1,190,371 00	327,506 95-
5,800	CHEVRONTEXACO CORPORATION	10/12/01	11/05/02	394,063 90	532,842 52	138,778 62-
1,200	LEXMARK INTL GROUP INC	05/22/01	11/05/02	74,488 71	82,740 00	8,251 29-

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ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
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3,300	JOHNSON & JOHNSON	09/04/01 11/06/02	09/04/01 11/06/02	200,006 95	184,592 43	15,414 52
5,100	JOHNSON & JOHNSON	07/31/00 11/06/02	07/31/00 11/06/02	305,935 19	237,940 50	67,994 69
5,000	JOHNSON & JOHNSON	09/20/00 11/06/02	09/20/00 11/06/02	299,936 46	226,868 75	73,067 71
9,700	JOHNSON & JOHNSON	05/12/00 11/06/02	05/12/00 11/06/02	581,876 72	417,087 88	164,788 84
8,150	WAL MART STORES INC	05/03/00 11/07/02	05/03/00 11/07/02	446,004 26	440,018 50	5,985 76
5,175	WAL MART STORES INC	08/09/00 11/07/02	08/09/00 11/07/02	283,199 03	279,437 06	3,761 97
1,875	WAL MART STORES INC	10/26/00 11/07/02	10/26/00 11/07/02	102,608 34	82,260 94	20,347 40
200	CITIGROUP INC	07/31/00 11/07/02	07/31/00 11/07/02	7,439 76	6,813 52	626 24
200	PFIZER INC	05/01/00 11/07/02	05/01/00 11/07/02	6,697 79	8,668 28	1,970 49-
1,600	MGM GRAND INC	03/26/01 11/07/02	03/26/01 11/07/02	49,578 02	39,126 40	10,451 62
348,268	DELPHI VENTURES III LP	01/17/97 11/08/02	01/17/97 11/08/02	348,268 00	348,268 00	0 00
152,260	DELPHI VENTURES III LP	12/31/96 11/08/02	12/31/96 11/08/02	152,260 00	152,260 00	0 00
38,700	PINNACLE WEST CAP CORP	10/23/01 11/11/02	10/23/01 11/11/02	1,004,157 28	1,581,951 52	577,794 24-
10,219	PINNACLE WEST CAP CORP	10/30/01 11/11/02	10/30/01 11/11/02	265,154 60	428,457 12	163,302 52-
18,281	PINNACLE WEST CAP CORP	10/31/01 11/11/02	10/31/01 11/11/02	474,341 07	769,748 93	295,407 86-
6,350,000	US INFLATION INDEX	05/01/98 11/13/02	05/01/98 11/13/02	8,084,544 81	6,309,748 78	1,774,796 03
1,650,000	US INFLATION INDEX	04/17/98 11/13/02	04/17/98 11/13/02	2,100,708 49	1,636,069 52	464,638 97
10,514	PEABODY GLOBAL REAL ESTATE PARTNERS	11/28/00 11/13/02	11/28/00 11/13/02	10,514 00	10,514 00	0 00
4,075	WAL MART STORES INC	12/31/98 11/13/02	12/31/98 11/13/02	221,676 57	162,740 23	58,936 34
10,450	WAL MART STORES INC	10/26/00 11/13/02	10/26/00 11/13/02	568,471 21	458,467 62	110,003 59
7,921 38	DUJ MERCHANT BANKING III LP	10/26/01 11/15/02	10/26/01 11/15/02	7,921 38	7,921 38	0 00
21,300	VERIZON COMMUNICATIONS	11/29/00 11/15/02	11/29/00 11/15/02	818,023 12	1,179,873 03	361,849 91-
100	VERIZON COMMUNICATIONS	10/17/01 11/15/02	10/17/01 11/15/02	3,840 48	5,219 00	1,378 52-
1,850	PRECISION CASTPARTS CORP	09/17/01 11/15/02	09/17/01 11/15/02	37,712 22	44,793 12	7,080 90-

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Gain/loss period is long disposal method sale

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ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHAFFEY

UNITS SECURITY DATE ACQUIRED DATE DISPOSED PROCEEDS BASIS DISPOSED GAIN/(LOSS)

35,208	COMCAST CORP CLASS A SPECIAL	01/10/01	11/18/02	839,692	47	1,477,964	94	638,272	47-
25	COMCAST CORP CLASS A SPECIAL	07/27/01	11/18/02	596	24	915	50	319	26-
77,354	COMCAST CORP CLASS A SPECIAL	01/04/01	11/18/02	1,844,852	64	3,267,889	35	1,423,036	71-
7,700	CHEVRONTXACO CORPORATION	07/18/00	11/18/02	517,554	53	626,561	31	109,006	78-
8,000	CHEVRONTXACO CORPORATION	07/31/00	11/18/02	537,718	99	649,772	00	112,053	01-
2,900	CHEVRONTXACO CORPORATION	08/09/00	11/18/02	194,923	13	240,546	30	45,623	17-
2,768	EXPEDIA INC CL A	08/25/00	11/19/02	199,464	15	45,960	43	153,503	72
1,389	EXPEDIA INC CL A	09/17/01	11/19/02	100,092	38	25	00	100,067	38
1,100	CABLEVISION SYSTEMS - CL A	10/18/01	11/19/02	16,638	21	39,735	96	23,097	75-
188	CABLEVISION SYSTEMS - CL A	10/17/01	11/19/02	2,843	62	6,777	40	3,933	78-
200	PHARMACIA CORPORATION	05/22/01	11/19/02	9,038	84	9,307	37	268	53-
302,471	4 CROW FAMILY HOLDINGS REALTY PARTNERS LP	09/30/98	11/20/02	470,364	40	302,471	40	167,893	00
812	BRANDYWINE REALTY TRUST	03/25/99	11/20/02	16,425	69	13,649	72	2,775	97
13,750	BLACKSTONE REAL ESTATE PARTNERS II LP	01/02/98	11/21/02	39,032	42	13,750	00	25,282	42
1,300	BRANDYWINE REALTY TRUST	03/25/99	11/21/02	26,509	17	21,853	00	4,656	17
200	UNITEDEALTH GROUP INC	04/09/01	11/21/02	17,621	08	11,947	04	5,674	04
484,203	BLACKSTONE REAL ESTATE ADVISORS III LP	11/17/99	11/21/02	484,203	00	484,203	00	0	00
12,657	HICKS MUSE TATE & FURST EQ FUND IV LP	03/23/99	11/22/02	17,261	67	12,657	00	4,604	67
933,333	33 YARMOUTH CAPITAL PARTNERS L P II	07/26/96	11/22/02	933,333	33	933,333	33	0	00
788	BRANDYWINE REALTY TRUST	03/25/99	11/22/02	15,937	83	13,246	28	2,691	55
33,450	GENERAL ELECTRIC CO	09/17/01	11/22/02	886,732	73	1,215,884	09	329,151	36-
18,900	VERIZON COMMUNICATIONS	04/16/99	11/22/02	754,005	90	1,097,602	38	343,596	48-
400	UNITEDEALTH GROUP INC	04/09/01	11/22/02	34,508	96	23,894	08	10,614	88
17,100	LEHMAN BROTHERS HLDGS	06/27/01	11/25/02	1,057,168	76	1,298,693	70	241,524	94-
1,500	LEHMAN BROTHERS HLDGS	08/16/01	11/25/02	92,734	10	97,801	95	5,067	85-
900	UNITEDEALTH GROUP INC	04/09/01	11/25/02	70,092	85	53,761	68	16,331	17
1,000	UNITEDEALTH GROUP INC	04/09/01	11/25/02	76,341	20	59,735	20	16,606	00
1,300	UNITEDEALTH GROUP INC	04/09/01	11/25/02	99,243	56	77,655	76	21,587	80

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFPEY

UNITS SECURITY ACQUIRED DATE DISPOSED DATE PROCEEDS BASIS DISPOSED GAIN/(LOSS)

3,850	CHEVRONTXACO CORPORATION	07/18/00	11/26/02	258,288	70	313,280	66	54,991	96-
3,700	CHEVRONTXACO CORPORATION	07/31/00	11/26/02	248,225	51	300,519	55	52,294	04-
3,900	CHEVRONTXACO CORPORATION	10/12/01	11/26/02	261,643	10	358,290	66	96,647	56-
2,423	INTEL CORP	06/18/99	11/26/02	49,593	66	4,627	93	44,965	73
360	DARDEN RESTAURANTS INC	11/27/00	12/03/02	7,428	77	6,245	74	1,183	03
35,550	DARDEN RESTAURANTS INC	06/18/01	12/03/02	733,591	18	593,922	00	139,669	18
50,744	DARDEN RESTAURANTS INC	06/18/01	12/03/02	1,047,126	61	847,763	10	199,363	51
2,378	DARDEN RESTAURANTS INC	06/18/01	12/03/02	49,071	16	39,728	45	9,342	71
106,421	BRENTWOOD ASSOCIATES PRIVATE EQUITY III	01/19/00	12/04/02	106,421	00	106,421	00	0	00
2,300	DELL COMPUTER	03/26/01	12/04/02	65,108	73	62,675	00	2,433	73
58,340	HARBORVEST PARTNERS III L P	01/16/91	12/05/02	125,000	00	58,340	00	66,660	00
9,878	ABRY BROADCAST PARTNERS III L P	04/30/99	12/05/02	14,733	55	9,878	00	4,855	55
6,694	ABRY BROADCAST PARTNERS III L P	06/30/99	12/05/02	9,984	45	6,694	00	3,290	45
52,897	HARBOU VEST PARTNERS IV-PARTNERSH PD L	01/10/95	12/09/02	122,231	00	52,897	00	69,334	00
13,910	WISCONSIN ENERGY CORP	10/05/01	12/09/02	332,995	31	327,006	02	5,989	29
7,100	HARLEY DAVIDSON INC	07/18/00	12/10/02	342,613	66	312,382	25	30,231	41
8,300	HARLEY DAVIDSON INC	05/12/00	12/10/02	400,520	19	344,429	25	56,090	94
8,600	HARLEY DAVIDSON INC	05/01/00	12/10/02	414,996	83	361,178	50	53,818	33
12,600	HARLEY DAVIDSON INC	09/28/01	12/10/02	608,018	61	509,373	90	98,644	71
42,600	MBNA CORP	06/27/01	12/10/02	861,026	49	948,528	76	87,502	27-
17,700	MBNA CORP	08/28/01	12/10/02	357,750	45	417,655	10	59,904	65-
1,200	MBNA CORP	10/17/01	12/10/02	24,254	27	25,640	00	1,385	73-
7,800	MEDTRONIC INC	07/18/00	12/10/02	358,548	17	408,015	56	49,467	39-
4,600	MEDTRONIC INC	05/12/00	12/10/02	211,451	48	252,737	28	41,285	80-
8,500	MEDTRONIC INC	05/01/00	12/10/02	390,725	57	453,488	50	62,762	93-
1,900	MEDTRONIC INC	07/31/00	12/10/02	372,338	48	430,289	72	57,951	24-
1,900	MEDTRONIC INC	09/20/00	12/10/02	87,338	66	89,769	66	2,431	00-
7,600	DUKE ENERGY CORP	05/10/00	12/10/02	143,917	61	229,293	52	85,375	91-
12,000	DUKE ENERGY CORP	05/01/00	12/10/02	227,238	33	353,050	20	125,811	87-
8,280	CONSTELLATION BRANDS INC	08/03/00	12/10/02	194,756	28	103,757	50	90,998	78

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ACCOUNT 0049-00-1/6 (cont)
 TAXPAYER ID 23-6234669
 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
110	HARMAN INTERNATIONAL INDS	07/09/98	12/10/02	6,412 41	2,216 01	4,196 40
2,100	CLEAR CHANNEL COMMUNICATIONS INC	11/20/01	12/10/02	82,825 70	101,338 44	18,512 74-
2,700	CLEAR CHANNEL COMMUNICATIONS INC	11/20/01	12/10/02	106,490 19	130,292 28	23,802 09-
305,679	PEARODY GLOBAL REAL ESTATE PARTNERS	11/28/00	12/11/02	305,679 00	305,679 00	0 00
2,470	CONSTELLATION BRANDS INC	08/03/00	12/11/02	57,247 43	30,951 82	26,295 61
8,740	CONSTELLATION BRANDS INC	08/14/00	12/11/02	202,567 85	98,799 80	103,768 05
1,400	PHARMACIA CORPORATION	05/22/01	12/11/02	60,253 90	65,151 58	4,897 68-
246,224	ATLANTIC EQUITY PARTNERS III LP	12/14/00	12/12/02	246,224 00	246,224 00	0 00
500	JEFFERSON PILOT CORP	06/18/01	12/12/02	18,775 13	23,802 95	5,027 82-
261,255 44	APOLLO REAL ESTATE ADVISORS II LP	12/22/97	12/13/02	458,342 88	261,255 44	197,087 44
100	JEFFERSON PILOT CORP	06/18/01	12/13/02	3,712 53	4,760 59	1,048 06-
19,832 53	SILVER LAKE PARTNERS LP	07/02/01	12/16/02	61,976 66	19,832 53	42,144 13
145,603 5	SILVER LAKE PARTNERS LP	12/11/00	12/16/02	455,010 95	145,603 50	309,407 45
2,315	ALLTEL CORP	11/29/00	12/16/02	121,240 30	141,066 38	19,826 08-
10,385	ALLTEL CORP	11/29/00	12/16/02	543,879 27	632,818 28	88,939 01-
5,773	AMERICAN INTERNATIONAL GROUP INC	05/01/00	12/16/02	344,875 55	427,154 66	82,279 11-
4,000	AMERICAN INTERNATIONAL GROUP INC	07/19/00	12/16/02	238,957 59	317,833 33	78,875 74-
1,350	AMERICAN INTERNATIONAL GROUP INC	05/12/00	12/16/02	80,648 19	103,216 50	22,568 31-
7,127	ANADARKO PETROLEUM CORP	06/26/01	12/16/02	356,579 43	403,765 22	47,185 79-
905	ANADARKO PETROLEUM CORP	10/17/01	12/16/02	45,279 13	50,851 95	5,572 82-
700	ANADARKO PETROLEUM CORP	04/30/01	12/16/02	35,022 53	46,380 81	11,358 28-
15,425	ANADARKO PETROLEUM CORP	01/24/01	12/16/02	771,746 55	933,649 03	161,902 48-
2,180	ANHUSER BUSCH COS INC	10/17/01	12/16/02	104,874 89	89,212 79	15,662 10
8,075	ANHUSER BUSCH COS INC	10/17/01	12/16/02	388,470 06	330,455 65	58,014 41
10,155	APPLIED MATERIALS INC	03/20/01	12/16/02	140,174 37	237,789 99	97,615 62-
3,600	APPLIED MATERIALS INC	10/17/01	12/16/02	49,692 54	60,586 74	10,894 20-
14,400	APPLIED MATERIALS INC	08/09/00	12/16/02	198,770 15	522,450 01	323,679 86-

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ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
28,145	APPLIED MATERIALS INC	03/20/01	12/16/02	388,499 03	659,044 72	270,545 69-
8,837	CISCO SYSTEMS	12/05/01	12/16/02	118,568 63	192,891 38	74,322 75-
300	CISCO SYSTEMS	08/09/00	12/16/02	4,025 19	20,375 76	16,350 57-
16,500	CISCO SYSTEMS	07/18/00	12/16/02	221,385 36	1,118,906 25	897,520 89-
17,100	CISCO SYSTEMS	07/31/00	12/16/02	229,435 73	1,108,293 75	878,858 02-
8,725	CISCO SYSTEMS	05/12/00	12/16/02	117,065 89	530,589 06	413,523 17-
13,813	EXXON MOBIL CORPORATION	07/19/00	12/16/02	493,841 29	540,001 97	46,160 68-
1,790	EXXON MOBIL CORPORATION	07/31/00	12/16/02	63,995 94	71,657 28	7,661 34-
1,910	EXXON MOBIL CORPORATION	05/05/00	12/16/02	68,286 17	76,320 07	8,033 90-
5,600	FED HOME LOAN MTG CORP	07/18/00	12/16/02	336,742 49	226,436 00	110,306 49
967	FED HOME LOAN MTG CORP	08/09/00	12/16/02	58,148 21	42,477 80	15,670 41
2,417	FED HOME LOAN MTG CORP	07/31/00	12/16/02	145,340 47	96,976 08	48,364 39
6,900	FED HOME LOAN MTG CORP	05/01/00	12/16/02	414,914 85	313,501 50	101,413 35
13,200	FED HOME LOAN MTG CORP	05/12/00	12/16/02	793,750 16	589,861 80	203,888 36
9,233	FED HOME LOAN MTG CORP	08/09/00	12/16/02	555,204 18	405,581 68	149,622 50
6,738	FIRST DATA CORP	05/14/01	12/16/02	246,229 41	218,664 61	27,564 80
10,597	GENERAL ELECTRIC CO	05/12/00	12/16/02	277,923 37	545,025 96	267,102 59-
3,000	GENERAL ELECTRIC CO	10/17/01	12/16/02	78,679 82	115,230 00	36,550 18-
12,475	GENERAL ELECTRIC CO	07/31/00	12/16/02	327,176 94	658,025 06	330,848 12-
203	INTERNATIONAL BUSINESS MACHINES CORP	07/31/00	12/16/02	16,144 65	22,791 78	6,647 13-
1,227	INTERNATIONAL BUSINESS MACHINES CORP	02/22/00	12/16/02	97,583 67	136,902 16	39,318 49-
1,900	INTERNATIONAL BUSINESS MACHINES CORP	04/30/01	12/16/02	151,107 57	221,861 29	70,753 72-
450	INTERNATIONAL BUSINESS MACHINES CORP	07/31/00	12/16/02	35,788 63	50,820 75	15,032 12-
7,392	JOHNSON CONTROLS MACHINES CORP	07/31/00	12/16/02	589,029 29	382,517 52	206,511 77
3,872	KIMBERLY CLARK CORP	07/19/00	12/16/02	181,162 32	221,430 00	40,267 68-
1,400	KIMBERLY CLARK CORP	09/20/00	12/16/02	65,502 91	71,834 00	6,331 09-
1,800	KIMBERLY CLARK CORP	10/17/01	12/16/02	84,218 02	99,648 00	15,429 98-
2,000	KIMBERLY CLARK CORP	05/01/00	12/16/02	93,575 58	115,938 60	22,363 02-
10,800	KIMBERLY CLARK CORP	08/09/00	12/16/02	505,308 13	622,064 88	116,756 75-
6,228	KIMBERLY CLARK CORP	07/19/00	12/16/02	291,394 35	356,163 74	64,769 39-
400	LEHMAN BROTHERS HLDGS	10/17/01	12/16/02	22,383 01	25,228 00	2,844 99-
7,721	LEHMAN BROTHERS HLDGS	08/09/01	12/16/02	432,047 96	529,329 37	97,281 41-
10,477	MCGRAW HILL INC	03/08/01	12/16/02	623,778 64	612,885 64	10,893 00
18,673	MCGRAW HILL INC	03/08/01	12/16/02	1,111,751 31	1,092,336 90	19,414 41
8,463	MICROSOFT CORP	09/18/01	12/16/02	454,243 73	457,594 41	3,350 68-
175	MICROSOFT CORP	07/12/01	12/16/02	9,392 96	12,453 33	3,060 37-
5,401	NATIONWIDE FINANCIAL SERV	11/22/00	12/16/02	159,525 61	226,774 49	67,248 88-

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 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
200	NATIONWIDE FINANCIAL SERV	10/17/01	12/16/02	5,907 26	7,990 00	2,082 74-
7,380	NATIONWIDE FINANCIAL SERV	12/06/00	12/16/02	217,977 96	327,936 20	109,958 24-
11,099	NATIONWIDE FINANCIAL SERV	11/22/00	12/16/02	327,823 49	466,019 26	138,195 77-
12,375	Pfizer INC	02/18/00	12/16/02	383,346 13	395,641 80	12,295 67-
3,100	Pfizer INC	09/20/00	12/16/02	96,030 14	126,511 00	30,480 86-
3,291	Pfizer INC	10/17/01	12/16/02	101,946 84	136,774 95	34,828 11-
1,700	Pfizer INC	05/01/00	12/16/02	52,661 69	73,680 38	21,018 69-
25	SBC COMMUNICATIONS INC	09/22/00	12/16/02	677 46	1,182 67	505 21-
12,276	SOUTHWEST AIRLINES	09/28/01	12/16/02	185,257 65	181,568 17	3,689 48
24,224	SOUTHWEST AIRLINES	09/28/01	12/16/02	365,565 44	358,285 07	7,280 37
6,400	TARGET CORP	07/19/00	12/16/02	200,966 74	189,800 00	11,166 74
6,600	TARGET CORP	07/31/00	12/16/02	207,246 38	191,923 38	15,323 57
1,686	TARGET CORP	08/09/00	12/16/02	52,942 17	51,319 48	1,622 69
3,200	TARGET CORP	08/09/00	12/16/02	100,483 37	97,403 52	3,079 85
16,700	TARGET CORP	01/05/01	12/16/02	524,397 58	605,994 57	81,596 99-
4,650	TARGET CORP	05/12/00	12/16/02	146,014 90	160,257 14	14,242 24-
6,000	UNITED PARCEL SERVICE	08/09/00	12/16/02	385,207 59	339,242 40	45,965 19
100	UNITED PARCEL SERVICE	09/20/00	12/16/02	6,420 13	5,293 50	1,126 63
1,200	UNITED PARCEL SERVICE	10/17/01	12/16/02	77,041 52	60,912 00	16,129 52
2,600	UNITED PARCEL SERVICE	05/12/00	12/16/02	166,923 29	160,056 00	6,867 29
5,600	UNITED PARCEL SERVICE	07/18/00	12/16/02	359,527 08	341,236 00	18,291 08
5,800	UNITED PARCEL SERVICE	07/31/00	12/16/02	372,367 33	338,272 24	34,095 09
6,666	WELLPOINT HEALTH NETWORKS	05/10/01	12/16/02	467,523 13	282,209 44	185,313 69
350	WELLPOINT HEALTH NETWORKS	10/23/01	12/16/02	24,547 42	18,463 90	6,083 52
6,138	ZIMMER HOLDINGS INC	11/20/01	12/16/02	239,207 21	185,681 87	53,525 34
12,462	ZIMMER HOLDINGS INC	11/20/01	12/16/02	485,663 13	376,990 45	108,672 68
13,000	ALCOA INC	12/05/01	12/16/02	312,305 17	524,460 30	212,155 13-
17,485	ALCOA INC	11/20/01	12/16/02	420,050 46	664,568 13	244,517 67-
7,515	ALCOA INC	11/20/01	12/16/02	180,536 42	285,629 37	105,092 95-
5,173	PEPSICO INC	09/20/00	12/16/02	217,787 60	218,482 69	695 09-
4,900	PEPSICO INC	10/17/01	12/16/02	206,294 07	234,269 98	27,975 91-
23,193	PEPSICO INC	09/20/00	12/16/02	976,444 56	979,560 99	3,116 43-
1,245	PROCTER & GAMBLE CO	01/25/01	12/16/02	108,770 60	86,506 03	22,264 57

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ACCOUNT 0049-00-1/6 (cont)
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 ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHARFFY

UNITS	SECURITY	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
10,921	CITIGROUP INC	05/01/00	12/16/02	402,527 19	308,440 02	94,087 17
21,120	THE PMI GROUP INC	01/25/01	12/16/02	639,766 67	602,460 67	37,306 09
26,580	THE PMI GROUP INC	12/06/00	12/16/02	805,161 01	802,940 61	2,220 40
4,220	THE PMI GROUP INC	12/07/00	12/16/02	127,832 18	122,918 89	4,913 29
7,280	THE PMI GROUP INC	01/25/01	12/16/02	220,525 66	207,666 37	12,859 29
7,978	INTEL CORP	05/12/00	12/16/02	142,869 70	467,710 25	324,840 55-
1,500	INTEL CORP	10/17/01	12/16/02	26,861 94	38,040 00	11,178 06-
560	KV PHARMACEUTICAL CO-CL A	12/13/01	12/16/02	12,288 77	14,495 15	2,206 38-
659	KV PHARMACEUTICAL CO-CL A	12/14/01	12/16/02	14,461 25	17,292 03	2,830 78-
2,431	KV PHARMACEUTICAL CO-CL A	12/12/01	12/16/02	53,346 43	62,498 82	9,152 39-
7,150	LABORATORY CORP OF AMERICAN HLDGS	11/26/01	12/16/02	164,302 02	291,538 38	127,236 36-
9,425	LABORATORY CORP OF AMERICAN HLDGS	05/31/01	12/16/02	216,579 94	323,984 38	107,404 44-
12,450	AGILENT TECHNOLOGIES INC	11/07/01	12/16/02	216,742 98	311,512 69	94,769 71-
14,900	AGILENT TECHNOLOGIES INC	07/20/01	12/16/02	259,395 22	432,211 75	172,816 53-
15,250	AGILENT TECHNOLOGIES INC	11/07/01	12/16/02	265,488 39	381,571 77	116,083 38-
712	CABLEVISION SYSTEMS -CL A	10/17/01	12/16/02	11,437 29	25,667 60	14,230 31-
97 1428	CABLEVISION SYSTEMS -CL A	05/23/01	12/16/02	1,560 46	2,122 83	562 37-
504	KV PHARMACEUTICAL CO-CL A	12/12/01	12/17/02	11,184 47	12,957 39	1,772 92-
776	KV PHARMACEUTICAL CO-CL A	12/11/01	12/17/02	17,220 54	19,912 16	2,691 62-
730	AMLI RESIDENTIAL PROPERTIES	03/25/99	12/17/02	15,506 11	14,461 30	1,044 81
1,109	BEDFORD PROPERTY INVESTORS	09/24/96	12/17/02	28,421 69	16,147 04	12,274 65
3,390	GLIMCHER REALTY TRUST	09/20/00	12/17/02	61,714 77	53,604 37	8,110 40
429,135 23	CROW FAMILY HOLDINGS REALTY PARTNERS LP	09/30/98	12/18/02	616,926 78	429,135 23	187,791 55
145,252	CROW FAMILY HOLDINGS REALTY PARTNERS LP	01/21/99	12/18/02	208,814 94	145,252 00	63,562 94
894,305	CROW FAMILY HOLDINGS REALTY PARTNERS LP	06/08/99	12/18/02	1,285,656 99	894,305 00	391,351 99
590,060	CROW FAMILY HOLDINGS REALTY PARTNERS LP	04/19/99	12/18/02	848,272 98	590,060 00	258,212 98
379,922 11	CROW FAMILY HOLDINGS REALTY PARTNERS LP	07/21/99	12/18/02	546,177 78	379,922 11	166,255 67
391	BEDFORD PROPERTY INVESTORS	09/24/96	12/18/02	9,928 39	5,692 96	4,235 43
2,220	ALLIANT ENERGY CORP	12/20/99	12/18/02	34,225 37	59,803 69	25,578 32-
2,610	ALLIANT ENERGY CORP	12/21/99	12/18/02	40,237 93	72,168 85	31,930 92-

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FEDERAL SCHEDULE D CHRONOLOGICALLY

01/01/2002 TO 12/31/2002

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

ACCOUNT 0049-00-1/6 (cont)
 The PEM MEMORIAL TRUST
 TAXPAYER ID 23-6234669

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
2,570	ALLIANT ENERGY CORP	12/22/99	12/18/02	39,621 26	71,136 58	31,515 32-
3,960	ALLIANT ENERGY CORP	09/20/00	12/18/02	61,050 66	112,860 00	51,809 34-
186,666 67	YARMOUTH CAPITAL PARTNERS L P II	07/26/96	12/19/02	186,666 67	186,666 67	0 00
136,202	DLJ REAL ESTATE CAPITAL PARTNERS II L P	04/12/00	12/19/02	172,040 25	136,202 00	35,838 25
373,390 82	APOLLO REAL ESTATE ADVISORS III L P	03/29/01	12/19/02	469,673 98	373,390 82	96,283 16
1,305	KV PHARMACEUTICAL CO-CL A	12/11/01	12/19/02	28,877 45	33,486 30	4,608 85-
24,200	PACTIV CORPORATION	12/12/01	12/19/02	519,296 91	429,070 84	90,226 07
47,621	OLYMPUS REAL ESTATE FUND II	06/12/98	12/19/02	47,621 00	47,621 00	0 00
16,374	OLYMPUS REAL ESTATE FUND III LP	12/19/00	12/19/02	16,374 00	16,374 00	0 00
44,463	DOUGHTY HANSON & CO EUROPEAN REAL EST	01/03/00	12/20/02	45,415 58	44,463 00	952 58
73,521	DOUGHTY HANSON & CO EUROPEAN REAL EST	02/02/01	12/20/02	75,096 13	73,521 00	1,575 13
257,597	WALTON STREET REAL ESTATE FUND III L P	01/25/01	12/20/02	402,964 78	257,597 00	145,367 78
34,800	PACTIV CORPORATION	12/12/01	12/20/02	755,753 09	617,010 95	138,742 14
2,499 5	PFIZER INC	05/01/00	12/20/02	76,007 50	108,331 83	32,324 33-
9,025 5	PFIZER INC	05/01/00	12/20/02	274,457 15	387,858 23	113,401 08-
32,417	SUN MICROSYSTEMS INC	05/25/01	12/23/02	95,302 74	60,619 79	34,682 95
669,994 39	WALTON STREET REAL ESTATE FUND II LP	06/16/98	12/23/02	1,492,192 40	669,994 39	822,198 01
2,158,047 06	WALTON STREET REAL ESTATE FUND II LP	02/19/99	12/23/02	4,806,340 89	2,158,047 06	2,648,293 83
909,387 77	WALTON STREET REAL ESTATE FUND II LP	04/05/99	12/23/02	2,025,362 52	909,387 77	1,115,974 75
99,938	BLACKSTONE REAL ESTATE PARTNERS II L P	01/02/98	12/23/02	186,147 22	99,938 00	86,209 22
17,562	BLACKSTONE REAL ESTATE PARTNERS II L P	01/16/98	12/23/02	32,711 46	17,562 00	15,149 46
22,476 79	CHARTERHOUSE EQUITY PARTNERS III L P	01/14/98	12/24/02	22,476 79	22,476 79	0 00
6,675	KV PHARMACEUTICAL CO-CL A	12/11/01	12/26/02	147,509 71	171,280 50	23,770 79-

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
The PEM MEMORIAL TRUST
TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
INV OFFICER STEVE LEHMAN
TAX OFFICER FRANCIS MEHARFEY

UNITS SECURITY DATE ACQUIRED DATE DATE DISPOSED BASIS DISPOSED GAIN/(LOSS)

9,772	HARBORVEST INT'L PRIV EQ	01/08/99	12/27/02	25,200	00	9,772	00	15,428	00
6,620	PART III PSSH	10/26/01	12/27/02	6,620	16	6,620	16	0	00
1,600	DLJ MERCHANT BANKING III LP	11/13/01	12/27/02	59,968	43	72,355	20	12,386	77-
4,000	COMMUNICATIONS INC	11/14/01	12/27/02	149,921	08	186,635	60	36,714	52-
500	COMMUNICATIONS INC	11/13/01	12/27/02	18,740	14	22,611	00	3,870	86-
2,200	CLEAR CHANNEL COMMUNICATIONS INC	12/18/01	12/27/02	82,456	59	105,435	22	22,978	63-
420,000	TRANSWESTERN OFFICE PARTNERS II	10/22/98	12/31/02	330,012	37	420,000	00	89,987	63-
611,800	TRANSWESTERN OFFICE PARTNERS II	10/13/98	12/31/02	480,718	02	611,800	00	131,081	98-
3,843	TRANSWESTERN OFFICE PARTNERS II	11/20/98	12/31/02	3,019	61	3,843	00	823	39-
260,437	ASLAN REALTY PARTNERS LP	06/24/99	12/31/02	482,096	66	260,437	09	221,659	57
6,448	QUELOS STRATEGIC PARTNERS INC LP	03/01/01	12/31/02	6,701,195	52	6,154,569	90	546,625	62
4,136	QUELOS STRATEGIC PARTNERS INC LP	03/01/01	12/31/02	4,298,804	48	3,948,145	16	350,659	32
1,161	ALLOS THERAPEUTICS INC LP	03/06/98	12/30/02	7,850	52	3,436	56	4,413	96
144,365	DLJ MERCHANT BANKING III LP	10/26/01	12/30/02	145,264	15	144,365	23	898	92
301,826	KOLL BREN FUND VI L P	06/28/99	12/30/02	346,216	29	301,826	00	44,390	29
20,080	HARBORVEST PARTNERS V-PRSH FD LP	10/19/98	12/30/02	80,849	19	20,080	00	60,769	19
16,582	COLONYINVESTOR III L P	02/23/99	12/30/02	16,582	00	16,582	00	0	00
305,958	BLACKSTONE REAL ESTATE ADVISORS III LP	11/17/99	12/30/02	490,210	54	305,958	00	184,252	54
21,543	WESTBROOK REAL EST FD II LP MANAGEMENT	07/06/01	12/30/02	28,402	18	21,543	59	6,858	59
44,425	WESTBROOK REAL EST FD II LP MANAGEMENT	01/27/99	12/30/02	58,568	62	44,425	41	14,143	21

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01/01/2002 TO 12/31/2002

ACCOUNT 0049-00-1/6 (cont)
 The PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

ADMINISTRATOR JAMES BELANGER
 INV OFFICER STEVE LEHMAN
 TAX OFFICER FRANCIS MEHAFFEY

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long						
Disposal method sale						
102,113	WESTBROOK REAL ESTATE FUND III L P	11/12/99	12/30/02	121,842 46	102,113 00	19,729 46
Total for disposal method sale				404,587,350 73	415,954,053 21	11,366,702 48-
Disposal method tendered						
4,849 5108	CYPRESS COMMUNICATIONS INC	03/17/98	03/07/02	16,973 29	145,352 78	128,379 49-
176 5715	CYPRESS COMMUNICATIONS INC	05/04/99	03/07/02	618 00	5,754 37	5,136 37-
1,392 9177	CYPRESS COMMUNICATIONS INC	03/17/98	03/07/02	4,875 21	58,573 50	53,698 29-
Total for disposal method tendered				22,466 50	209,680 65	187,214 15-
Total for Gain/Loss period long				457,175,179 78	464,006,734 45	6,831,554 67-
LONG TERM CAPITAL GAIN DISTRIBUTION						
Gain/loss period is long						
Disposal method redemption						
10,415,644 23	WESTBROOK REAL EST FD II LP MANAGEMENT	N/A	03/07/02	98,913 19	0 00	98,913 19
Total for disposal method redemption				98,913 19	0 00	98,913 19
Note Unknown and N/A amounts are treated as 0 00 in totals and subtotals						
TOTAL FOR GAIN/LOSS PERIOD: LONG				457,274,092.97	464,006,734.45	6,732,641.48-

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ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	COST	GAIN/LOSS
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SHORT-TERM GAIN OR LOSS

TOTAL GAIN/LOSS SHORT

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01/01/02	12/31/02	462,244,113 70	494,383,777 95	-32,139,664 25
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ADJUSTED SHORT-TERM GAIN OR LOSS

LONG-TERM GAIN OR LOSS

TOTAL GAIN/LOSS LONG

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01/01/02	12/31/02	457,274,092 97	464,006,734 45	-6,732,641 48
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GNMA #1095 DTD 9/1/1972 6 5% 7/15/2002
 NOT INCLUDED ON THE ORIGINAL SCHEDULE D

01/15/02	270 40	233 89	36 51
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FANNIE MAE DTD 12/1/1993 6 5% 10/25/2023
 NOT INCLUDED ON THE ORIGINAL SCHEDULE D

01/31/02	7,436 17	7,436 17	0 00
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FNMA STRIP 45 2 1 O DTD 11/1/1988 9 5% 11/1/2018
 NOT INCLUDED ON THE ORIGINAL SCHEDULE D

01/31/02	9,026 45	9,026 45	0 00
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FNMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 1/1/2000
 NOT INCLUDED ON THE ORIGINAL SCHEDULE D

01/31/02	18,391 91	18,391 91	0 00
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FNMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009
 NOT INCLUDED ON THE ORIGINAL SCHEDULE D

01/31/02	7,419 11	8,366 80	-947 69
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FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018
 NOT INCLUDED ON THE ORIGINAL SCHEDULE D

01/31/02	127,498 02	127,498 02	0 00
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ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
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	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027	01/31/02	01/31/02	14,075 92	30,662 29	-16,586 37
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	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024	01/31/02		83,349 13	83,349 13	0 00

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 45-2 I O DTD 11/1/1988 9 5% 11/1/2018	02/26/02		7,664 01	7,664 01	0 00

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FANNIE MAE DTD 12/1/1993 6 5% 10/25/2023	02/27/02		7 262 25	7 262 24	0 01

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1998-4 P REMIC DTD 1/1/1998 6 5% 2/18/2021	02/27/02		18,343 32	18,343 31	0 01

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009	02/28/02		7,069 36	8,164 47	-1,095 11

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018	02/27/02		68,619 35	68,619 35	0 00

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024	02/28/02		71,905 57	71,905 57	0 00

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027	02/28/02		13,351 42	36,176 04	-22,824 62

ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY
1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
THE PEW MEMORIAL TRUST
TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
	FNMA STRIP 45-2 I O DTD 11/1/1988 9 5% 11/1/2018	03/27/02	03/27/02	6,952 96	6,952 96	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FANNIE MAE DTD 12/1/1993 6 5% 10/25/2023	03/28/02	03/28/02	7,092 54	7,092 54	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 2/18/2021	03/29/02	03/29/02	18,294 96	18,294 96	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018	03/29/02	03/29/02	91,319 79	91,319 78	0 01
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009	03/29/02	03/29/02	6,727 95	7,966 65	-1,238 70
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024	03/29/02	03/29/02	71,004 61	71,004 60	0 01
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027	03/29/02	03/29/02	14,016 78	26,186 44	-12,169 66
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FANNIE MAE DTD 12/1/1993 6 5% 10/25/2023	04/30/02	04/30/02	6,926 96	6,926 96	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 2/18/2021	04/30/02	04/30/02	18,246 77	18,246 77	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					

ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
	FMMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	04/30/02	04/30/02	23,502 70	23,502 70	0 00
	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	04/30/02	04/30/02	11,862 81	28 001 68	-16 138 87
	FMMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	04/30/02	04/30/02	6,394 80	7,773 26	-1,378 46
	FMMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	04/30/02	04/30/02	59,415 39	59,415 39	0 00
	FMMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 2/18/2021 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	05/24/02	05/24/02	17,830 12	18,198 78	-368 66
	FMMA STRIP 45-2 I O DTD 11/1/1988 9 5% 11/1/2018 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	05/28/02	05/28/02	5,764 01	5,764 01	0 00
	FANNIE MAE DTD 12/1/1993 6 5% 10/25/2023 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	05/30/02	05/30/02	6,765 42	6,765 43	-0 01
	FMMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	05/30/02	05/30/02	6,069 63	7,584 19	-1,514 56
	FMMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	05/30/02	05/30/02	5,783 15	5,783 16	-0 01

ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024	05/31/02	05/31/02	52,571.74	52,571.74	0.00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027	05/31/02	05/31/02	11,256.92	32,214.69	-20,957.77
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 45-2 I O DTD 11/1/1988 9.5% 11/1/2018	06/25/02	06/25/02	5,744.60	5,744.60	0.00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1998-4 PI REMIC DTD 1/1/1998 6.5% 2/18/2021	06/26/02	06/26/02	17,342.57	18,151.00	-808.43
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FANNIE MAE DTD 12/1/1993 6.5% 10/25/2023	06/27/02	06/27/02	6,607.80	6,607.80	0.00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1994-20 DTD 2/1/1994 6.5% 2/25/2009	06/27/02	06/27/02	5,752.59	7,399.36	-1,646.77
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018	06/27/02	06/27/02	43,013.51	43,013.50	0.01
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024	06/27/02	06/27/02	33,080.31	33,080.31	0.00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027	06/27/02	06/27/02	10,530.63	29,860.66	-19,330.03
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					

ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
	FNMA STRIP 45-21 O DTD 11/1/1988 9.5% 11/1/2018 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	07/25/02		5,306.33	5,306.33	0.00
	GMAC MFG CORP LN TR SER 2001HLTI CL A12 DTD 1/1/2001 6.04% 9/25/2026 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	07/29/02		185,261.91	185,242.05	19.86
	FNMA 1998-4 PI REMIC DTD 1/1/1998 6.5% 2/18/2021 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	07/31/02		16,856.29	18,103.37	-1,247.08
	FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	07/31/02		13,718.16	13,718.16	0.00
	FNMA 1994-20 DTD 2/1/1994 6.5% 2/25/2009 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	07/31/02		5,443.17	7,218.68	1,775.51
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	07/31/02		35,380.80	35,380.80	0.00
	FNR 1993-223 PT DTD 12/1/1993 6.5% 10/25/2023 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	07/31/02		6,454.01	6,454.01	0.00
	HEADLANDS MFG INC 1997-4 CLASS X DTD 8/1/1997 11.284% 11/25/2027 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	07/31/02		9,888.51	20,704.89	-10,816.38

ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
	JDN REALTY CORP CLASS ACTION SETTLEMENT		08/20/02	260 32	0 00	260 32
	FNMA STRIP 45-2 I O DTD 11/1/1988 9 5% 11/1/2018		08/27/02	5 194 05	5 194 05	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018		08/27/02	20,278 42	20,278 42	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNR 1993-223 PT DTD 12/1/1993 6 5% 10/25/2023		08/27/02	6,303 98	6,303 98	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 2/18/2021		08/28/02	16,371 30	18,055 96	-1,684 66
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024		08/29/02	35,926 79	35,926 79	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027		08/29/02	8,282 65	21,022 84	-12,740 19
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009		08/29/02	5,141 30	7,042 03	-1,900 73
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					

"ADJUSTMENTS TO FEDERAL SCHEDULE 'D' ABOVE"

FEDERAL SCHEDULE D CHRONOLOGICALLY
1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
THE PEW MEMORIAL TRUST
TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
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	FNMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 2/18/2021	09/23/02	15 887 57	18,008 75	-2,121 18	
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	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 45-2 I O DTD 11/1/1988 9 5% 11/1/2018	09/26/02	5,007 11	5,007 11	0 00	

	FNMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009	09/27/02	4,846 82	6,869 37	-2 022 55	
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	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018	09/27/02	34,944 07	34,944 07	0 00	

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024	09/27/02	35 358 89	35,358 89	0 00	

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNR 1993-223 PT DTD 12/1/1993 6 5% 10/25/2023	09/27/02	6,157 60	6,157 61	-0 01	

	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027	09/30/02	8,963 48	28,291 47	-19,327 99	
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	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 2/18/2021	10/18/02	15,405 11	81,710 44	-66 305 33	

	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 45-2 I O DTD 11/1/1988 9 5% 11/1/2018	10/28/02	4,653 75	4,653 75	0 00	

ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
	FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018		10/30/02	4,278 69	4 278 70	-0 01
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009		10/30/02	4,559 36	6,700 59	-2,141 23
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNR 1993-223 PT DTD 12/1/1993 6 5% 10/25/2023		10/30/02	6,014 80	6 014 79	0 01
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027		10/30/02	8,323 84	18,028 87	-9 705 03
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024		10/31/02	34,470 23	34,470 24	-0 01
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 45 2 I O DTD 11/1/1988 9 5% 11/1/2018		11/26/02	4,642 48	4,642 48	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 2/18/2021		11/29/02	13,216 06	180,954 23	-167,738 17
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009		11/29/02	4 279 36	6,535 60	-2 256 24
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA REMIC 88 31 D P O DTD 12/1/1998 0% 2/25/2018		11/29/02	4,119 25	4 119 25	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					

ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	ACQUIRED DATE	DISPOSED DATE	PROCEEDS	COST	GAIN/LOSS
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024		11/29/02	54,417 67	54,417 67	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNR 1993-223 PT DTD 12/1/1993 6 5% 10/25/2023		11/29/02	5,875 48	5 875 48	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027		11/29/02	7,943 50	11,809 64	-3,866 14
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	SALE OF EXPEDIA INC		12/20/02	24 64	0 00	24 64
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	PROCTER & GAMBLE		12/27/02	1,457 64	0 00	1,457 64
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1998-4 PI REMIC DTD 1/1/1998 6 5% 2/18/2021		12/27/02	8 368 24	174 809 18	166,440 94
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA 1994-20 DTD 2/1/1994 6 5% 2/25/2009		12/27/02	4,006 06	6,374 34	-2,368 28
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA REMIC 88-31 D P O DTD 12/1/1998 0% 2/25/2018		12/27/02	26,994 72	26,994 72	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					
	FNMA STRIP 264-1 PO DTD 7/1/1994 0% 7/1/2024		12/27/02	48,834 81	48,834 81	0 00
	NOT INCLUDED ON THE ORIGINAL SCHEDULE D					

"ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE"

FEDERAL SCHEDULE D CHRONOLOGICALLY

1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
 THE PEW MEMORIAL TRUST
 TAXPAYER ID 23-62234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
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	FNR 1993-223 PT DTD 12/1/1993 6 5% 10/25/2023 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	12/30/02	12/30/02	5,855 72	6,206 05	-350 33
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	HEADLANDS MTG INC 1997-4 CLASS X DTD 8/1/1997 1 11284% 11/25/2027 NOT INCLUDED ON THE ORIGINAL SCHEDULE D	12/30/02	12/30/02	7 701 20	19,449 67	-11,748 47
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	3,650,000 US INFLATION INDEX TREASURY NOTES DTD 4/15/1998 3 625% 4/15/2028 ADJUST COST BASIS OF ORIGINAL FEDERAL SCHEDULE D PAGE 128	05/01/98	01/22/02	0 00	367 628 00	367,628 00
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	8 000,000 US INFLATION INDEX TREASURY NOTES DTD 4/15/1999 3 875% 4/15/2029 ADJUST COST BASIS OF ORIGINAL FEDERAL SCHEDULE D PAGE 155	05/04/99	08/20/02	0 00	754,480 00	754,480 00
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	6,350,000 US INFLATION INDEX TREASURY NOTES DTD 4/15/1998 3 625% 4/15/2028 ADJUST COST BASIS OF ORIGINAL FEDERAL SCHEDULE D PAGE 165	05/01/98	11/13/02	0 00	755,777 00	-755,777 00
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	1,650,000 US INFLATION INDEX TREASURY NOTES DTD 4/15/1998 3 625% 4/15/2028 ADJUST COST BASIS OF ORIGINAL FEDERAL SCHEDULE D PAGE 165	05/01/98	11/13/02	0 00	196 383 00	-196,383 00
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	VARIOUS PARTNERSHIPS - REVERSAL OF THE ORIGINAL ENTRIES ON GAIN/LOSS SCHEDULE SHORT-TERM AND LONG-TERM POSTING REPORTED PER K-1	01/01/02	12/31/02	-71,609 675 67	-54,129,556 73	-17,480,118 94
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ADJUSTMENTS TO FEDERAL SCHEDULE "D" ABOVE

FEDERAL SCHEDULE D CHRONOLOGICALLY
1/1/2002 TO 12/31/2002

ACCOUNT #0049-00-1/6
THE PEW MEMORIAL TRUST
TAXPAYER ID 23-6234669

SHARES/UNITS	DESCRIPTION	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	COST	GAIN/LOSS
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VARIOUS PARTNERSHIPS - GAIN/(LOSS)

PER PARTNERSHIP SCHEDULE K-1'S

SHORT-TERM AND LONG-TERM

COST BASIS ADJUSTMENT RETURN OF CAPITAL

ON REITS SOLD IN 2002

NOT INCLUDED ON THE ORIGINAL SCHEDULE D

LONG-TERM CAPITAL GAIN DIVIDENDS ON

VARIOUS REAL ESTATE INVESTMENT TRUSTS

NOT INCLUDED ON THE ORIGINAL SCHEDULE D

ADJUSTED LONG-TERM GAIN OR LOSS

855,112,159 94	908,586,216 43	-53,474,056 49	TOTAL SHORT-TERM/LONG-TERM GAIN OR LOSS
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Grantee Name	Amt Paid	Date Paid	Amt Expended	Report Received Date	Purpose
Achieve, Inc 1280 Massachusetts Ave Suite 410 Cambridge, MA 02138	\$632,000	3/26/02	\$632,000	10/18/02	In support of an initiative designed to help states work together to upgrade the quality of mathematics education in the middle grades
Energy Foundation, The P O Box 29905 San Francisco, CA 94129-0905	\$200,000	4/30/02	\$200,000	4/1/02	To support state and regional efforts to secure regulations and funding commitments that will increase the development of energy efficiency and clean generation technologies in the electric sector
	\$268,000	5/31/02	\$268,000	No additional reports due before 12/31/02	
	\$268,000	6/28/02	\$268,000		
	\$268,000	7/31/02	\$268,000		
	\$268,000	8/30/02	\$268,000		
	\$268,000	9/30/02	\$268,000		
	\$268,000	10/31/02	\$268,000		
	\$266,500	11/27/02	\$266,500		

THE PEW MEMORIAL TRUST¹

23-6234669

FORM 990PF, PART VIII, LINE 1 – LIST OF OFFICERS, DIRECTORS, AND TRUSTEES 2002

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<u>NAME AND ADDRESS</u>	<u>TITLE</u>	<u>TIME DEVOTED TO POSITION²</u>	<u>COMPENSATION³</u>	<u>CONTRIBUTION TO EMPLOYEE BENEFIT PLANS AND DEFERRED COMP.⁴</u>	<u>EXPENSE ACCOUNT AND OTHER ALLOWANCES</u>
The Glenmede Trust Company 1650 Market Street, Suite 1200 Philadelphia, PA 19103-7291	Trustee	Part	\$7,182,301	-	-
J. Howard Pew II c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Chairman	Part	12,239	-	-
Robert H. Campbell c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	9,924	-	-
Susan W. Catherwood c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	10,585	-	-
Thomas W. Langfitt, M.D. c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	10,585	-	-
Arthur E. Pew III c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	10,585	-	-
J. N. Pew, 3rd c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	-	-	-
J.N. Pew IV, M.D. c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	10,585	-	-
Mary Catharine Pew, M.D. c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	10,585	-	-

<u>NAME AND ADDRESS</u>	<u>TITLE</u>	<u>TIME DEVOTED TO POSITION²</u>	<u>COMPENSATION³</u>	<u>CONTRIBUTION TO EMPLOYEE BENEFIT PLANS AND DEFERRED COMP.⁴</u>	<u>EXPENSE ACCOUNT AND OTHER ALLOWANCES</u>
Richard F. Pew c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	10,585	-	-
Robert G. Williams c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member	Part	10,585	-	-
Rebecca Rimel c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Board Member, President and Chief Executive Officer	Full	359,191	92,100	-
Joy A. Horwitz c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Director, Legal Affairs, General Counsel and Board Secretary	Full	153,037	22,500	-
Henry B. Bernstein c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Director, Finance	Full	<u>141,212</u>	<u>22,974</u>	-
TOTAL			<u>7,931,999</u>	<u>137,574</u>	

¹ This trust is one of seven trusts established by the Pew family that together comprise The Pew Charitable Trusts, an unincorporated division of the trustee, the Glenmede Trust Company. The seven trusts are The Pew Memorial Trust, The J. Howard Pew Freedom Trust, The Mabel Pew Myrin Trust, The J N Pew Jr. Charitable Trust, The Medical Trust, The Mary Anderson Trust and The Knollbrook Trust.

² Although a precise allocation among the trusts of hours worked is not possible, each of the officers and directors listed on this schedule devotes a minimum of 40 hours per week, and each of the board members devotes a minimum of 160 hours per year, to his or her work on behalf of the seven trusts that comprise The Pew Charitable Trusts. See footnote 1.

³ The compensation listed in this column, as well as the contributions to employee benefit plans and deferred compensation listed in column 5 of this table, represents 66.1571% of the total amount paid to the Glenmede Trust Company and each individual listed for work performed for the seven trusts that comprise The Pew Charitable Trusts. See footnote 1. The allocation percentage was derived by dividing the sum of the assets held in this trust by the total assets held in the seven trusts.

⁴ See footnote 3.

FORM 990PF, PART VIII, LINE 2 – COMPENSATION OF FIVE HIGHEST PAID EMPLOYEES 2002

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<u>NAME AND ADDRESS</u>	<u>TITLE</u>	<u>TIME DEVOTED TO POSITION²</u>	<u>COMPENSATION³</u>	<u>CONTRIBUTION TO EMPLOYEE BENEFIT PLANS AND DEFERRED COMP.⁴</u>	<u>EXPENSE ACCOUNT AND OTHER ALLOWANCES</u>
Joshua S. Reichert c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Director, Environment Program	Full	\$181,932	\$30,094	
Susan K. Urahn c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Director, Education Program	Full	162,633	29,827	
Maureen K. Byrnes c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Director, Health and Human Services Program	Full	156,632	23,872	
Marian A. Godfrey c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Director, Culture Program	Full	147,232	22,216	
Michael J. Dahl c/o The Pew Charitable Trusts 2005 Market Street, Suite 1700 Philadelphia, PA 19103	Director, Planning and Evaluation	Full	<u>144,156</u>	<u>27,030</u>	
TOTAL			<u>792,585</u>	<u>133,039</u>	

¹ This trust is one of seven trusts established by the Pew family that together comprise The Pew Charitable Trusts, an unincorporated division of the trustee, the Glenmede Trust Company. The seven trusts are The Pew Memorial Trust, The J. Howard Pew Freedom Trust, The Mabel Pew Myrnn Trust, The J. N. Pew Jr. Charitable Trust, The Medical Trust, The Mary Anderson Trust and The Knollbrook Trust.

² Although a precise allocation among the trusts of hours worked is not possible, each of the individuals listed on this schedule devotes a minimum of 40 hours per week to his or her work on behalf of the seven trusts that comprise The Pew Charitable Trusts. See footnote 1.

³ The compensation listed in this column, as well as the contributions to employee benefit plans and deferred compensation listed in column 5 of this table, represents 66.1571% of the total amount paid to each individual listed for work performed for the seven trusts that comprise The Pew Charitable Trusts. See footnote 1. The allocation percentage was derived by dividing the sum of the assets held in this trust by the total assets held in the seven trusts.

⁴ See footnote 3.

Date 02/27/03

SCHEDULE 1
THE PEW CHARITABLE TRUSTS
PDE Payout 01/01/02 through 12/31/02
 EIN: 23-6234669
 FORM 990-PF
 PAGE 6, PART VIII, LINE 3

Page 1 of 10

People ID	Name	Fee	Expense	Total
9229536	AEA Consulting 285 West Broadway Suite 630 New York, NY 10013	\$66,000 00	\$0 00	\$66,000 00
13-4050460	2002-0014 International Arts Festival feasibility study			
9228753	Akin, Gump, Strauss, Hauer & Feld, LLP 1333 New Hampshire Avenue NW Suite 400 Washington, DC 20036	\$12,321 81	\$0 00	\$12,321 81
99-9999999	2002-0024 Legal assistance with various program development projects			
	2002-0025 Legal assistance with various program development projects			
	2002-0071 Legal assistance with various program development projects			
	2002-0072 Legal assistance with various program development projects			
	2002-0073 Legal assistance with various program development projects			
9227397	American Association for Higher Education One DuPont Circle Suite 360 Washington, DC 20036	\$27,065 00	\$0 00	\$27,065 00
52-0891675	1999-0082 Quality of academic programs project			
9234637	Amy Mathews Amos 205 North Edgewood Street Arlington, VA 22201	\$16,400 00	\$0 00	\$16,400 00
072-64-1058	2002-0068 Determine the primary impediments to increasing the number of quality of fishery obse			
9237175	Badeau, Susan 30 Pelham Road Philadelphia, PA 19119	\$29,180 00	\$0 00	\$29,180 00
009-54-0462	2002-0027 To assist HHS staff in developing a strategy reform effort focused on foster care pol			
	2002-0060 To assist HHS staff in developing a strategy reform effort focused on foster care pol			
	2002-0070 To assist program staff with the development of the foster care commission and the id			

People ID	Name	Fee	Expense	Total
9237175	Badeau, Susan H 30 Pelham Road Philadelphia, PA 19119	\$22,500 00	\$0 00	\$22,500 00
009-54-0462				
	2002-0027 To assist HHS staff in developing a strategy reform effort focused on foster care pol			
	2002-0060 To assist HHS staff in developing a strategy reform effort focused on foster care pol			
	2002-0070 To assist program staff with the development of the foster care commission and the id			
9206666	Benso, Joan 20 N Market Square, Suite 300 Harrisburg, PA 17101-1632	\$12,000 00	\$0 00	\$12,000 00
179-50-5012				
	2001-0089 Refining state level advocacy work			
15487	Center for Law and Social Policy 1015 15th Street, NW, Suite 400 Washington, DC 20005	\$4,000 00	\$0 00	\$4,000 00
23-7000150				
	2001-0093 Strategy paper consideration			
9231090	Center for Media and Public Affairs 2100 L Street, NW, Suite 300 Washington, DC 20037	\$36,667 00	\$0 00	\$36,667 00
52-1328708				
	2001-0103 Add 16 TV stations to the evaluation of the Alliance for Better Campaigns			
9233646	Clay, Jason W 2253 North Upton Street Arlington VA 22207	\$15,000 00	\$0 00	\$15,000 00
496-56-8519				
	2001-0039 Provide information to determine advisability of undertaking a campaign			
9229704	Columbia River Inter-Tribal Fish Commission 729 NE Oregon, Suite 200 Portland, OR 97232	\$27,000 00	\$0 00	\$27,000 00
93-0695227				
	2000-0034 Review treaty fishing rights of the Columbia River treaty tribes			

People ID	Name	Fee	Expense	Total
10050	Committee for the Study of the American Electorate PMB 294 Suite 900, 601 Pennsylvania Avenue, NW South Building Washington, DC 20003	\$3,500 00	\$0 00	\$3,500 00
52-1101966	2001-0011 Committee for the study of the American Electorate			
17698	Cortines, Ramon C 356 W Del Mawr Blvd Pasadena, CA 91105	\$28,334 00	\$0 00	\$28,334 00
545-44-2506	2001-0058 Refine the K-12 strategy and design a new organization			
9240591	Duane Morns & Heckscher One Liberty Place 1650 Market Street, 37th Floor Philadelphia, PA 19103-7396	\$3 427 37	\$0 00	\$3,427 37
99-9999999	2002-0086 Legal assistance with various program development projects			
9238859	Dvora Yanow 7605 Sunkist Dnve Oakland, CA 94605	\$40,000 00	\$0 00	\$40,000 00
015-38-4341	2002-0058 Evaluation of the Pew Fellowships in the Arts program			
9237257	EMC Arts, LLC 506 South Main Street Blacksburg, VA 24060	\$65,000 00	\$0 00	\$65,000 00
54-1966300	2002-0030 To develop outcome measures criteria and system for on-going assessment of the Artist			
9230352	Epstein, David 423 West 120th Street, #98 New York, NY 10027	\$16,800 00	\$0 00	\$16,800 00
488-66-0713	2000-0067 To examine the impact of internet voting on youth participation			

<i>People ID</i>	<i>Name</i>	<i>Fee</i>	<i>Expense</i>	<i>Total</i>
9234568	Fishman, Ira 6917 Marbury Road Bethesda,, MD 20817	\$196 00	\$0 00	\$196 00
360-52-2539	2001-0068			Develop a business plan for the proposed K-12 center
9226590	Flono, David 5202 Wyoming Road Bethesda, MD 20816-2268	\$8,040 00	\$0 00	\$8,040 00
361-34-2141	1999-0068			National Center on Education and the Economy Project
9238761	George Washington University Center for Health Services Research and Policy 2021 K Street, NW Suite 800 Washington DC 20006	\$23 965 00	\$0 00	\$23,965 00
53-0196584	2002-0054			To assist HHS staff in identifying options and strategies to help baby boomers prepar
9236676	Georgetown University Institute for Health Care Research and Policy 2233 Wisconsin Ave, NW Washington, DC 20007	\$85,487 00	\$0 00	\$85 487 00
53-0196603	2002-0007			Provide interim management during the Public Affairs transition and facilitate the se
9238424	Georgetown University Law Center 600 New Jersey Avenue, NW Washington, DC 20001-2022	\$59,800 00	\$0 00	\$59 800 00
530196603	2002-0047			Evaluation of the Presidential Appointee Initiative
9233654	Goodman Research Group, Inc 30 JFK Street, 3rd Floor Cambdrga, MA 02138	\$25 393 00	\$0 00	\$25,393 00
04-3256175	2001-0042			Conduct a summative evaluation of Egg the Arts Show

People ID	Name	Fee	Expense	Total
9233755	Goodman, Andy 3250 Wilshire Boulevard Suite 1400 Los Angeles, CA 90010	\$8,334 00	\$0 00	\$8,334 00
081-38-1618	2001-0095 Assess public interest print advertising			
9234457	Grace Consulting 6350 North 78th Street #310 Scottsdale, AZ 85250	\$11,200 00	\$0 00	\$11,200 00
86-1034417	2001-0063 Evaluation of YMCA Civic Connectors Initiative			
9208548	Headwaters Group, The 526 Fairfax Avenue Nashville, TN 37212	\$16,182 52	\$0 00	\$16,182 52
62-1807526	2002-0028 To assist HHS staff in developing a project designed to increase policymaker awareness			
9219072	Jacobs, Lawrence R 2157 Sargent Avenue St Paul, MN 55105	\$38,668 00	\$0 00	\$38,668 00
073-54-9983	2001-0020 Determine the political visibility and salience of higher education nationally			
9236874	Joan Benso 1931 Monterey Drive Mechanicsburg PA 17050	\$6,400 00	\$0 00	\$6,400 00
179-50-5012	2002-0019 To serve as an advisor to the Trusts on its early education strategy and subsequent i			
9236854	Joan Lombardi 5006 50th Place, NW Washington, DC 20016	\$12,000 00	\$0 00	\$12,000 00
110-36-9519	2002-0018 To serve as an advisor to the Trusts on its early education strategy and subsequent i			
9238075	Jucovy Linda Z 7414 Cnttenden Street Philadelphia, PA 19119	\$11,040 00	\$0 00	\$11,040 00
213-46-0998	2002-0035 To prepare the text of a publication that will capture the impact of the Trusts' inve			

<i>People ID</i>	<i>Name</i>	<i>Fee</i>	<i>Expense</i>	<i>Total</i>
9233757	Lexis-Nexis P O Box 933 Dayton, OH 45401-0933	\$1,800.00	\$0.00	\$1,800.00
52-1471842	2001-0048 News feed and on-line services for PCT Web site			
9234105	Lowe, Eugene 624 Colfax Street Evanston, IL 60201	\$23,000.00	\$0.00	\$23,000.00
065-42-3685	2001-0056 Christian Scholars Cluster Review			
9237172	M & R Strategic Services 2120 L Street NW Suite 400 Washington, DC 20037	\$55,000.00	\$0.00	\$55,000.00
13-358-8025	2002-0026 To conduct an initial assessment of the feasibility of a mutstate death penalty			
9237180	Maisel, L. Sandy P O Box 44 Oakland, ME 04963	\$40,000.00	\$0.00	\$40,000.00
089-36-7560	2002-0029 Planning for cluster review of candidate and consultant conduct grantmaking			
9234919	Martin & Glanz, LLP 100 Shoreline Highway Suite 140B Mill Valley, CA 94941	\$84,000.00	\$0.00	\$84,000.00
91-1862568	2001-0078 Early Education Project			
9234008	McCabe Associates 4 Normandy Drive Chadds Ford PA 19317	\$89,765.00	\$0.00	\$89,765.00
23-3073411	2001-0050 Evaluation of the Pew Center on Global Climate change			
	2002-0036 For an evaluation of Save Our Wild Salmon			

<i>People ID.</i>	<i>Name</i>	<i>Fee</i>	<i>Expense</i>	<i>Total</i>
9238857	Michael Marx 2672 SW Talbot Road Portland, OR 97201	\$10,000 00	\$0 00	\$10,000 00
532-48-7262				
2002-0057	To acquire information about the structure and function of the hog industry in Amenc			
9228755	Morgan, Lewis & Bockius, LLP P O Box 8500-S6050 Philadelphia, PA 19178	\$62,631 91	\$0 00	\$62,631 91
99-9999999				
2002-0003	Legal assistance with various program development projects			
2002 0004	Legal assistance with various program development projects			
2002-0021	Legal assistance with various program development projects			
2002-0033	Legal assistance with various program development projects			
2002-0034	Legal assistance with vanout program development projects			
2002-0039	Legal assistance with various program development projects			
2002-0044	Legal assistance with various program development projects			
2002-0045	Legal assistance with various program development projects			
2002-0062	Legal assistance with various program development projects			
2002-0063	Legal assistance with various program development projects			
2002-0064	Legal assistance with various program development projects			
2002-0067	Legal assistance with various program development projects			
2002-0069	Legal assistance with various program development projects			
2002-0074	Legal assistance with various program development projects			
2002-0075	Legal assistance with various program development projects			
2002-0076	Legal assistance with various program development projects			
2002-0078	Legal assistance with various program development projects			
2002-0079	Legal assistance with various program development projects			
2002-0080	Legal assistance with various program development projects			
2002-0081	Legal assistance with various program development projects			
9235353	MTEC LLC P O Box 86008 Montgomery Village, MD 20886-6008	\$17,000 00	\$0 00	\$17,000 00
52-2331904				
2001-0091	Background research for FASTEN			

<i>People ID</i>	<i>Name</i>	<i>Fee</i>	<i>Expense</i>	<i>Total</i>
9234923	National Environmental Trust 1200 18th Street, NW Washington, DC 20036	\$70,800 00	\$0 00	\$70,800 00
52-1863706	2001-0079 Wild Salmon Project			
102316	OMG Center for Collaborative Learning 1528 Walnut Street, Suite 805 Philadelphia, PA 19102	\$37,500 00	\$0 00	\$37,500 00
23-2694572	2001-0094 Assess, oversee and monitor the three-part community development strategy			
6940	Pacific Institute for Studies in Development, Environment and Security 654 13th Street, Suite 104 Oakland CA 94612	\$60,100 00	\$0 00	\$60,100 00
943050434	2002-0032 To examine the current status of domestic water issues and to analyze whether a futur			
9230176	Patterson, Belknap, Webb & Tyler LLP 1133 Avenue of the Americas New York, NY 10036-6710	\$5,000 00	\$0 00	\$5,000 00
99-999999	2002-0005 Legal assistance with various program development projects			
9240589	Peter D Hart Research Associates Inc 1724 Connecticut Avenue, NW Washington, DC 20009	\$26,338 00	\$0 00	\$26,338 00
52-2137154	2002-0084 To conduct opinion research to inform the development of the communications an			
9235785	Philliber Research Associates 16 Main Street Accord, NY 12404	\$40,500 00	\$0 00	\$40,500 00
14-1700759	2001-0104 Evaluate the National Arts Journalism Program			
9203650	Policy Studies Associates, Inc 1718 Connecticut Ave, NW Suite 400 Washington, DC 20009	\$100,000 00	\$0 00	\$100,000 00
52-1265755	1999-0064 To evaluate K-16 alignment work			

People ID	Name	Fee	Expense	Total
9208521	SeaWeb 1731 Connecticut Avenue, NW, 4th Floor Washington, DC 20009	\$52,000 00	\$0 00	\$52,000 00
52-2156577	2002-0023			Assessing the feasibility of establishing a federal network of manne protected areas
9222588	SK Designworks, Inc 1831 Chestnut Street, 4-rear Philadelphia, PA 19103-3701	\$5,900 00	\$0 00	\$5,900 00
23-2732484	2002-0056			To design a publication that documents a decade of grantmaking by the Pew Fund for He
9235572	Skerry, Peter 2531 N Mountain Ave Claremont, CA 91711	\$26 000 00	\$0 00	\$26,000 00
017-40-9463	2001-0099			Religion and New Immigrants Strategy
9239139	Summit Collaborative 61 Lincoln Avenue Amherst, MA 01002	\$103,850 00	\$0 00	\$103,850 00
04-3488975	2002-0061			Assess the feasibility of a Youth Civic Action Network
9236875	Susan Liss 7101 Beechwood Drive Chevy Chase, MD 20815	\$18,000 00	\$0 00	\$18,000 00
213-50-4509	2002-0020			To assist in the design of a project to study the medical malpractice issue in Pe
9240588	Thomas F Bums 2018 Spruce Street, Suite 4 Philadelphia, PA 19102	\$9,000 00	\$0 00	\$9,000 00
470-54-0005	Philadelphia 1099			2002-0082 To assist HHS staff with the technical expertise and field knowledge needed to recomm
9234108	University of Cincinnati P O Box 210378 1018 Crosley Tower Cincinnati, OH 45221-0378	\$53,000 00	\$0 00	\$53,000 00
31-6000989	2001-0057			Chrntian Scholars Cluster Review

<i>People ID</i>	<i>Name</i>	<i>Fee</i>	<i>Expense</i>	<i>Total</i>
9238763	University of Richmond Office of Foundation & Government Grants Maryland Hall, #101 Richmond VA 23173	\$131,751 00	\$0 00	\$131,751 00
54-0505965	2002-0055 To produce recommendations for refining the Government Performance Project and improv			
9204842	Wilson, Edward W 121 N Second Street Wrightsville, PA 17368	\$133,400 00	\$0 00	\$133,400 00
186-38-5765	2001-0102 A cluster review of four Venture Fund initiatives in journalism reform			
9233054	World Resources Institute 10 G Street, NE Washington, DC 20002	\$5,000 00	\$0 00	\$5,000 00
52 1257057	2001-0029 Assess opportunities to promote federal policies on efficiency and renewable energy			
		Total		
		\$1,993,236 61	\$0 00	\$1 993,236 61

SCHEDULE 2

THE PEW MEMORIAL TRUST (FOOTNOTE 1)

ACCOUNT #0049-00-1/6

EIN. 23-6234669

TAX YEAR ENDING 12/31/02

ATTACHMENTS FORM 990-PF

PART VIII, PAGE 6, LINE 3

FIVE HIGHEST-PAID INDEPENDENT CONTRACTORS
FOR PROFESSIONAL SERVICES

	<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>(FOOTNOTE 2) COMPENSATION</u>
1	MORGAN, LEWIS & BOCKIUS, LLP 2000 ONE LOGAN SQUARE PHILADELPHIA, PA 19103 (ADDITIONAL SERVICES NOT INCLUDED ON SCHEDULE 1 ABOVE)	LEGAL CONSULTANT	61,213 00
	TOTAL SCHEDULE 2		<u>61,213 00</u>

FOOTNOTES

1 This trust is one of seven trusts established by the Pew family that together comprise The Pew Charitable Trusts, an unincorporated division of the trustee, the Glenmede Trust Company. The seven trusts are The Pew Memorial Trust, The J Howard Pew Freedom Trust, The Mabel Pew Myrin Trust, The J N Pew Jr Charitable Trust, The Medical Trust, The Mary Anderson Trust and The Knollbrook Trust.

FOOTNOTES

2 The compensation listed in this column, of this table, represents 66.0113% of the total amount paid to each individual listed for work performed for the seven trusts that comprise The Pew Charitable Trusts. See footnote 1. The allocation percentage was derived by dividing the sum of the assets held in this trust by the total assets held in the seven trusts.

THE PEW MEMORIAL TRUST
ACCOUNT #0049-00-1/6
E.I.N. 23-6234669
TAX YEAR 12/31/02

PART XI, FORM 990-PF, PAGE 7
DISTRIBUTABLE AMOUNT

LINE 4a	RECOVERIES OF AMOUNTS TREATED AS QUALIFYING DISTRIBUTIONS		4,750,104 00
	- PRIOR YEAR RETURNED CONTRIBUTIONS	1,868,775 00	
	- REPAYMENT OF PROGRAM RELATED INVESTMENTS AS FOLLOWS		
	- LOCAL INITIATIVES SUPPORT CORPORATION DTD 6/6/91 5% 6/6/98	535,713 00	
	- ENTERPRISE FOUNDATION LOAN DTD 6/6/91 5% 6/6/98	178,571 00	
	- REGIONAL HOUSING DEVELOPMENT CORP DTD 5/1/96 3% 5/1/02	<u>2,167,045 00</u>	

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
1999-003251 STD		\$60,000	\$0	\$30,000	\$0	\$0	\$0	\$0	\$30,000
Academy of Vocal Arts, The, Philadelphia, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									
2000-003672 STD		\$867,000	\$0	\$632,000	\$0	\$0	\$0	\$0	\$235,000
Achieve, Inc - A Resource Center on Standards, Assessment, Accountability, and Technology, Washington, DC									
In support of an initiative designed to help states work together to upgrade the quality of mathematics education in the middle grades									
2002-000952 STD		\$0	\$600,000	\$150,000	\$0	\$0	\$0	\$0	\$450,000
Action Against Crime and Violence Education Fund, Washington, DC									
To educate and support law enforcement officials and experts to serve as spokespersons for universal access to high-quality early education for 3 and 4 year olds									
2002-001837 STD		\$0	\$166,000	\$0	\$0	\$0	\$0	\$0	\$166,000
Action AIDS, Inc Philadelphia, PA									
For continued support of mental health services in conjunction with housing counseling and employment services to HIV-positive individuals in Philadelphia									
2002-001830 STD		\$0	\$15,000	\$0	\$0	\$0	\$0	\$0	\$15,000
Advocates for the Jewish Mentally Ill, Inc , Abington, PA									
To assist the organization's board of directors in planning for long-term growth									
2002-001957 STD		\$0	\$84,000	\$0	\$0	\$0	\$0	\$0	\$84,000
AIDS Law Project of Pennsylvania, Philadelphia, PA									
To assist individuals with HIV/AIDS to enter the workforce by providing legal assistance and information regarding health benefits and financial management									
1999-003729 STD		\$159,000	\$0	\$159,000	\$0	\$0	\$0	\$0	\$0
Alverno College, Milwaukee, WI									
To advance the practice of outcomes-based learning and assessment in undergraduate education									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2001-002675 STD		\$200,000	\$0	\$160,000	\$0	\$0	\$0	\$0	\$40,000
American Academy for Liberal Education, Washington, DC									
To develop and test a model of accreditation for liberal arts colleges and colleges of arts and science based on evidence of student learning and instructional effectiveness									
2000-000504 STD		\$717,000	\$0	\$452,000	\$0	\$0	\$0	\$0	\$265,000
American Academy of Religion, Inc., Atlanta, GA									
To establish a referral service that would link members of the news media with academic experts on religion and public life issues									
2001-000732 STD		\$50,000	\$0	\$50,000	\$0	\$0	\$0	\$0	\$0
American Assembly, The, New York, NY									
In support of a project to examine the impact that changes in the legal treatment of intellectual property are having on the arts as the cultural community adapts to new digital technologies									
2001-001625 STD		\$150,000	\$0	\$82,000	\$0	\$0	\$0	\$0	\$68,000
American Littoral Society, Middletown, MD									
To promote sustainable management of marine fish populations in the southeastern United States and the Caribbean Sea through public education and administrative advocacy									
2002-001236-001 STD		\$0	\$331,000	\$20,000	\$0	\$0	\$0	\$0	\$311,000
American Littoral Society, Highlands, NJ									
To reverse the decline of U.S. fish stocks through effective and strategic conservation advocacy that promotes the adoption of improved fishery management plans by regional councils and the National Marine Fisheries Service									
2002-001236 STD		\$0	\$539,000	\$0	\$0	\$0	\$0	\$0	\$539,000
American Littoral Society, Highlands, NJ									
To expand the participation of conservation-minded fishermen in the deliberations of regional fishery management councils and in public education efforts within their own communities									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
1999-003260 STD American Music Theater Festival, Inc , Philadelphia, PA	\$475,000	\$0	\$325,000	\$0	\$0	\$0	\$0	\$150,000
In support of general operations, as part of the Philadelphia Cultural Leadership Program								
2000-000781 STD American University, The, Washington, DC	\$1,109,000	\$0	\$567,000	\$0	\$0	\$0	\$0	\$542,000
To improve political discourse and campaign conduct for candidates and the political consulting industry								
2002-001802 STD ARC of Montgomery County, The, King of Prussia, PA	\$0	\$142,000	\$0	\$0	\$0	\$0	\$0	\$142,000
To provide information, education and peer-mentoring services to help adults with mental retardation prepare for a new state initiative, the Transformation Project								
1999-003284 STD Arden Theatre Company, Philadelphia, PA	\$84,000	\$0	\$42,000	\$0	\$0	\$0	\$0	\$42,000
In support of general operations, as part of the Philadelphia Cultural Leadership Program								
1997-003103 STD Art Institute of Chicago, Chicago, IL	\$79,000	\$0	\$79,000	\$0	\$0	\$0	\$0	\$0
In support of "Looking at Art Together Families and Lifelong Learning," as part of the Program for Art Museums and Communities								
1999-003533 STD Arts, The University of the, Philadelphia, PA	\$778,000	\$0	\$778,000	\$0	\$0	\$0	\$0	\$0
In support of the Philadelphia Exhibitions Initiative, which provides funding for public art exhibitions and publications of high artistic caliber in the Philadelphia five-county region								
2001-003333 STD Arts, The University of the, Philadelphia, PA	\$0	\$3,570,000	\$214,000	\$0	\$0	\$0	\$0	\$3,356,000
In support of the Philadelphia Exhibitions Initiative an artistic development program that provides funding for public art exhibitions and publications of high artistic caliber in the Philadelphia five-county region								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
1999-002665 STD Association of American Colleges and Universities, Washington, DC	\$645,000	\$0	\$374,000	\$0	\$0	\$0	\$0	\$271,000
To raise expectations about what undergraduates should know and be able to do as a result of going to college								
1999-002820 STD Association of American Universities, Washington, DC	\$600,000	\$0	\$500,000	\$0	\$0	\$0	\$0	\$100,000
To create an Association of American Universities Clearinghouse to translate state standards and performance assessments for high school graduation into criteria for university admissions								
1999-002504 STD Association of Small Foundations Bethesda MD	\$100,000	\$0	\$73,000	\$0	\$0	\$0	\$0	\$27,000
To enhance understanding on the part of small foundation trustees and staff of public policy issues affecting philanthropy								
1997-003294 STD Bay Area Discovery Museum Sausalito, CA	\$147,000	\$0	\$53,400	\$0	\$0	\$0	\$0	\$93,600
For continued support to administer the Program for Art Museums and Communities								
2001-003186 STD Benton Foundation, Washington, DC	\$400,000	\$0	\$400,000	\$0	\$0	\$0	\$0	\$0
For the development, implementation and evaluation of a prototype grantee extranet, a Web-based communications tool to increase nonprofits' effectiveness								
2002-001755 STD Bethesda Project, Philadelphia, PA	\$0	\$137,000	\$0	\$0	\$0	\$0	\$0	\$137,000
For continued operating support to provide services to chronically homeless individuals								
1999-001656 STD Board of Regents of the University of Nebraska, Lincoln, NE	\$500,000	\$0	\$330,000	\$0	\$0	\$0	\$0	\$170,000
To develop a prototype system for peer review of teaching materials								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
1997-003693 STD		\$414,000	\$0	\$336,000	\$0	\$0	\$0	\$0	\$78,000
Board of Trustees of the Leland Stanford Junior University, Stanford, CA									
In support of research on the alignment of high school graduation and college admission standards									
2002-001989 STD		\$0	\$1,225,000	\$150,000	\$0	\$0	\$0	\$0	\$1,075,000
Border WaterWorks, Santa Fe, NM									
A final grant to help communities along the United States-Mexico border resolve public health and environmental problems related to the lack of water and wastewater systems									
2000-002189 STD		\$583,000	\$0	\$583,000	\$0	\$0	\$0	\$0	\$0
Brevard College Corporation, Brevard, NC									
To complete the development of assessment tools and to assist campuses in using the tools to improve student success and retention in the first year of college									
2001-002588 STD		\$1,284,000	\$0	\$600,000	\$0	\$0	\$0	\$0	\$684,000
Bingham Young University, Provo, UT									
To study and inform the public of campaign spending patterns in the 2002 federal elections									
2002-002196 STD		\$0	\$2,000,000	\$0	\$0	\$0	\$0	\$0	\$2,000,000
British Columbia The University of, Vancouver, BC									
To apply a newly developed ecological model to assess the overall health of major global marine regions, with a particular emphasis on the ecosystem impacts of commercial fishing.									
2002-002196-001 STD		\$0	\$300,000	\$0	\$0	\$0	\$0	\$0	\$300,000
British Columbia, The University of, Vancouver, BC									
To disseminate balanced and accurate information to the public regarding the results of a scientific study on contaminant levels in farmed-raised and wild-caught salmon									
2000-002590 STD		\$1,485,000	\$0	\$904,000	\$0	\$0	\$0	\$0	\$581,000
British Columbia, University of, Vancouver, BC									
To apply a newly developed ecological model to assess the overall health of two major global marine regions, with a particular emphasis on the ecosystem impacts of commercial fishing									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
1999-002090 STD		\$935,000	\$0	\$935,000	\$0	\$0	\$0	\$0	\$0
Brookings Institution, Washington, DC									
To establish the Presidential Service Initiative, a multifaceted program designed to encourage qualified men and women to accept high-level executive appointments following the next presidential election									
1999-003369 STD		\$186,000	\$0	\$151,800	\$0	\$0	\$0	\$0	\$34,200
Brown University, Providence, RI									
To investigate the role that school districts can play in strengthening the professional development of teachers									
1999-002019 STD		\$386,000	\$0	\$207,000	\$0	\$0	\$0	\$0	\$179,000
Brown University, Providence, RI									
Transferred from Education Commission of the States									
To support the development of new state policy recommendations affecting higher education in light of the challenges represented by new technologies and entrepreneurial providers of higher education									
1998-002222 STD		\$1,086,000	\$0	\$886,000	\$0	\$0	\$0	\$0	\$200,000
Brown University, Providence, RI									
In support of a national program to increase service learning in college and university curricula									
1999-003280 STD		\$145,000	\$0	\$70,000	\$0	\$0	\$0	\$0	\$75,000
Bucks County Historical Society, The, Doylestown, PA									
In support of general operations as part of the Philadelphia Cultural Leadership Program									
2002-001904 STD		\$0	\$138,000	\$0	\$0	\$0	\$0	\$0	\$138,000
Bucks County Housing Group, Inc., Wrightstown, PA									
For continued support of case management services to clients leaving its shelters and transitional housing programs									
2002-001836 STD		\$0	\$95,000	\$0	\$0	\$0	\$0	\$0	\$95,000
Calcutta House, Philadelphia, PA									
For continued operating support of a personal care home for individuals who are homeless and who have AIDS									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2002-001836-001 STD Calcutta House Philadelphia, PA	\$0	\$30,000	\$0	\$0	\$0	\$0	\$0	\$30,000
To modify its database to better track and use outcome information								
2001-001476 STD Cape Cod Commercial Hook Fishermen's Association, Inc , North Chatham, MA	\$112,500	\$0	\$97,500	\$0	\$0	\$0	\$0	\$15,000
To promote sustainable management of marine fish populations in New England through public education and administrative advocacy								
2002-001913 STD CareLink Community Support Services, Broomall, PA	\$0	\$90,000	\$0	\$0	\$0	\$0	\$0	\$90,000
To enhance employment programs for people with mental illness in Delaware County								
1997-002540 STD Carnegie Foundation for the Advancement of Teaching, The, Menlo Park, CA	\$1,178,000	\$0	\$1,178,000	\$0	\$0	\$0	\$0	\$0
To establish the Carnegie Teaching Academy								
1999-002017 STD Center City District Foundation, Philadelphia, PA	\$200,000	\$0	\$0	\$0	\$0	\$0	\$0	\$200,000
A one-time grant to develop a community court in Philadelphia to help reduce quality-of-life crimes in Center City, University City and surrounding neighborhoods by providing a blended approach of community sentencing and social services								
2002-001733 STD Center for Literacy, Inc , Philadelphia, PA	\$0	\$140,000	\$0	\$0	\$0	\$0	\$0	\$140,000
To continue to identify, assess and better serve people with learning disabilities								
2001-003006 STD Central Philadelphia Development Corporation, Philadelphia, PA	\$3,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$3,000,000
In support of the design and installation of new street, sidewalk, facade and monument lighting along the Benjamin Franklin Parkway								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2002-001816 STD		\$0	\$33,000	\$0	\$0	\$0	\$0	\$0	\$33,000
Cerebral Palsy Association of Chester County, Inc , Exton PA									
To assist the organization to plan for changes taking place in state and county funding and policies regarding services to physically disabled/mentally alert adults									
2002-001750 STD		\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
Chester Education Foundation, Chester, PA									
For continued support of the Social Work Consultation Services project to address the needs of adults with multiple and chronic problems in the city of Chester									
2000-003186 STD		\$236,000	\$0	\$236,000	\$0	\$0	\$0	\$0	\$0
Chicago, The University of, Chicago, IL									
To conduct preliminary research into the impact of residential education on the lives of disadvantaged children and to develop a plan for longer-term research to further illuminate this field									
1999-003279 STD		\$30,000	\$0	\$20,000	\$0	\$0	\$0	\$0	\$10,000
Choral Arts Society of Philadelphia, Philadelphia, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									
1999-003278 STD		\$40,000	\$0	\$25,000	\$0	\$0	\$0	\$0	\$15,000
Cliveden of the National Trust, Inc , Philadelphia, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									
2001-003683 STD		\$0	\$650,000	\$545,000	\$0	\$0	\$0	\$0	\$105,000
Committee for Economic Development, Washington, DC									
To educate and support business leaders to serve as spokespersons for universal access to high-quality early education for 3 and 4 year olds									
2002-001702 STD		\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
Community Development Corporation of Frankford Group Ministry, Philadelphia, PA									
In support of the Frankford Career Services program, providing educational, personal and vocational skills to low-income people									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2002-001698 STD		\$0	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000
Community Legal Services, Inc , Philadelphia, PA									
For continued support to provide legal assistance to low-income adults regarding welfare and other public benefits									
2002-002059 STD		\$0	\$294,000	\$240,000	\$0	\$0	\$0	\$0	\$54,000
Conference Board, Inc , New York, NY									
To promote practical reform of the way public companies are managed and governed, thereby enhancing public and investor confidence in the American corporate sector									
2000-001787 STD		\$103,000	\$0	\$103,000	\$0	\$0	\$0	\$0	\$0
Conservation Law Foundation, Inc , Boston, MA									
To support the planning and design of a public education campaign to establish marine-protected areas in the Gulf of Maine									
2002-002183 STD		\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
Conservation Law Foundation, Inc , Boston, MA									
To build public support for the designation of marine protected areas in the Gulf of Maine									
2000-000031 STD		\$1,900,000	\$0	\$0	\$0	\$0	\$0	\$0	\$1,900,000
Consumers Union of United States, Inc , Yonkers, NY									
to establish and promote credibility standards for Internet content providers									
1997-002527 STD		\$500,000	\$0	\$500,000	\$0	\$0	\$0	\$0	\$0
Cornell University, Ithaca, NY									
To renovate undergraduate facilities									
1999-002732 STD		\$200,000	\$0	\$200,000	\$0	\$0	\$0	\$0	\$0
Council for Basic Education, Washington, DC									
To support the creation of a teacher professional development curriculum based on student work									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2002-001172 STD		\$0	\$500,000	\$0	\$0	\$0	\$0	\$0	\$500,000
Council for Christian Colleges & Universities, Washington, DC									
In support of a civic education program to prepare Christian doctoral students for leadership positions in academic, governmental and public policy fields									
2001-000741 STD		\$450,000	\$0	\$201,000	\$0	\$0	\$0	\$0	\$249,000
Council of Chief State School Officers, Inc , Washington, DC									
To strengthen the role of environment-based K-12 education approaches									
2002-002435 STD		\$0	\$240,000	\$0	\$0	\$0	\$0	\$0	\$240,000
Council of Chief State School Officers, Inc., Washington, DC									
To educate and support key state education policy makers to serve as spokespersons for universal, high-quality early education for 3 and 4 year olds									
2001-002343 STD		\$100,000	\$0	\$100,000	\$0	\$0	\$0	\$0	\$0
Council on Foreign Relations, Inc , New York, NY									
To promote nonpartisan discussion and debate among Capitol Hill staff members about United States foreign, economic and security policy									
2001-002965 STD		\$1,500,000	\$0	\$400,000	\$0	\$0	\$0	\$0	\$1,100,000
Declaration of Independence Inc , Beverly Hills CA									
In support of the Declaration of Independence Road Trip, a project bringing the Declaration of Independence to venues around the country, educating Americans about the history and meaning of the document and promoting the civic engagement of Americans, especially younger citizens									
2002-001801 STD		\$0	\$70,000	\$0	\$0	\$0	\$0	\$0	\$70,000
Delaware County Literacy Council, Chester, PA									
For continued support of a mobile counseling service and to convene a coalition of service providers to address key community issues in Chester									
2001-003081 STD		\$0	\$50,000	\$25,000	\$0	\$0	\$0	\$0	\$25,000
Delaware Valley Grantmakers, Philadelphia, PA									
For general operating support of Delaware Valley Grantmakers to coordinate, enhance and increase regional philanthropic activity									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2002-001682 STD		\$0	\$20,000	\$0	\$0	\$0	\$0	\$0	\$20,000
Delaware Valley Project with Industry, Philadelphia, PA									
To increase the ability of the organization to plan for the future and diversify its funding base									
2002-001878 STD		\$0	\$82,000	\$0	\$0	\$0	\$0	\$0	\$82,000
Domestic Violence Center of Chester County, West Chester, PA									
To continue to increase the accessibility of services for victims of domestic violence in the city of Coatesville									
2000-003733 STD		\$1,525,000	\$0	\$1,083,000	\$0	\$0	\$0	\$0	\$442,000
Drexel University, Philadelphia, PA									
In support of the Philadelphia Cultural Management Initiative, a program to strengthen the management effectiveness of arts institutions in southeastern Pennsylvania									
2000-001753 STD		\$700,000	\$0	\$700,000	\$0	\$0	\$0	\$0	\$0
Ducks Unlimited, Inc., Memphis, TN									
To establish a nongovernmental organization to lead conservation efforts to protect the Canadian boreal forest									
2001-003228 STD		\$0	\$4,500,000	\$1,125,000	\$0	\$0	\$0	\$0	\$3,375,000
Ducks Unlimited Inc., Memphis, TN									
For a scientifically based, public education campaign supporting permanent protection of wilderness in the Canadian boreal forest									
1998-001520 STD		\$166,000	\$0	\$166,000	\$0	\$0	\$0	\$0	\$0
Duke University, Durham, NC									
In support of "Indivisible," a photography and oral history initiative to document civic engagement in America									
2000-002470 STD		\$835,000	\$0	\$532,000	\$0	\$0	\$0	\$0	\$303,000
Duke University, Durham, NC									
To conduct a comprehensive study of the ecological impacts of the worldwide pelagic longline industry									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2002-001746 STD Eagleville Foundation, Eagleville, PA	\$0	\$82,000	\$0	\$0	\$0	\$0	\$0	\$82,000
To implement an automated record-keeping system for its Riverside Care sites that will improve billing accuracy and increase clinicians' time to treat clients								
2002-001094 STD Early Childhood Initiative, Inc , Miami, FL	\$0	\$260,000	\$260,000	\$0	\$0	\$0	\$0	\$0
For general operating support								
2000-001784 STD Earth Force, Inc , Alexandria, VA	\$1,391,000	\$0	\$592,000	\$0	\$0	\$0	\$0	\$799,000
In support of continuing operations								
2002-000205 STD / Split Trust Earthjustice Legal Defense Fund, Oakland, CA	\$0	\$1,500,000	\$0	\$0	\$0	\$0	\$0	\$1,500,000
To support the American Wilderness Campaign, to coordinate and support public education initiatives to enhance wilderness protection efforts in five states								
1999-002894 STD Easter Seal Society for Handicapped Children and Adults of Philadelphia, Bucks, Chester Delaware & Montgomery Counties	\$60,000	\$0	\$60,000	\$0	\$0	\$0	\$0	\$0
For continued support of the summer camp program for children and young adults with disabilities in Philadelphia Bucks, Chester, Delaware and Montgomery Counties								
1999-000231 STD Editorial Projects in Education, Inc , Bethesda, MD	\$100,000	\$0	\$100,000	\$0	\$0	\$0	\$0	\$0
In support of "Quality Counts," Education Week's annual report on public education in the 50 states								
2002-000662 STD Editorial Projects in Education, Inc , Bethesda, MD	\$0	\$2,175,000	\$352,000	\$0	\$0	\$0	\$0	\$1,823,000
To better connect policy makers, the press and the public with reliable, high-quality education data and research								
2002-002460 STD Education Commission of the States, Denver, CO	\$0	\$1,110,000	\$0	\$0	\$0	\$0	\$0	\$1,110,000
To design data-based model policy solutions to improve higher education performance in four states								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
1999-003021 STD Education Trust, Inc , Washington, DC	\$1,318,000	\$0	\$259,000	\$0	\$0	\$0	\$0	\$1,059,000
To design policies and practices for assuring the quality of undergraduate education								
2002-001571 STD Education Trust, Inc , Washington, DC	\$0	\$2,400,000	\$195,000	\$0	\$0	\$0	\$0	\$2,205,000
To collect, analyze and disseminate data on critical education issues and help educators, journalists and policy makers better understand how to use data to inform their efforts								
2000-000355 STD Education Trust, Inc , Washington, DC	\$777,000	\$0	\$777,000	\$0	\$0	\$0	\$0	\$0
To support public education campaigns to improve student achievement, kindergarten through college								
1999-003529 STD Educational Broadcasting Corporation, New York, NY	\$1,000,000	\$0	\$1,000,000	\$0	\$0	\$0	\$0	\$0
In support of the public television series, EGG The Arts Show a new weekly public television series covering arts and culture in America								
1999-003737 STD Eisenhower Exchange Fellowships Inc , Philadelphia PA	\$60,000	\$0	\$20,000	\$0	\$0	\$0	\$0	\$40,000
In support of the Philadelphia International Leadership Initiative which would create five international fellowships annually for emerging leaders from the Philadelphia region								
2000-001897 STD Eleutherian Mills - Hagley Foundation, Inc , Wilmington, DE	\$35,000	\$0	\$3,200	\$0	\$0	\$0	\$0	\$31,800
For general operating support for the library and Center for Advanced Study								
2000-000539 STD Emory University, Atlanta, GA	\$2,829,000	\$0	\$473,000	\$0	\$0	\$0	\$0	\$2,356,000
To establish the Center for the Interdisciplinary Study of Religion at Emory University and to support its research activities, fellows program and lecture series								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2002-001906 STD		\$0	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000
Empowerment Group, Philadelphia, PA									
For continued support and expansion of Empowered Painters which provides job training, social services and financial planning to unemployed residents of Kensington									
2000-001518 STD		\$2,074,500	\$0	\$2,074,500	\$0	\$0	\$0	\$0	\$0
Energy Foundation, The San Francisco, CA									
To support state and regional efforts to secure regulations and funding commitments that will increase the development of energy efficiency and clean generation technologies in the electric sector									
1998-002597-001 STD		\$1,000,000	\$0	\$1,000,000	\$0	\$0	\$0	\$0	\$0
Enterprise Corporation of the Delta, Jackson, MS									
To increase the capital base for the financial lending and technical assistance services to expand the impact of the Enterprise Corporation of the Delta									
2001-001694 STD		\$112,500	\$0	\$112,500	\$0	\$0	\$0	\$0	\$0
Environment Northeast, Rockport, ME									
To build demand for new renewable energy capacity through collaborative efforts with leading businesses and institutions in Connecticut									
2002-001877 STD		\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
Episcopal Community Services of the Diocese of Pennsylvania Philadelphia, PA									
To provide intensive case management life-skills training and peer support to homeless mothers who are in recovery from alcohol or drug addiction									
1999-002316 STD		\$717,000	\$0	\$345,000	\$0	\$0	\$0	\$0	\$372,000
Evergreen State College Foundation, The, Olympia, WA									
To expand and strengthen the learning community movement									
2002-001465 STD		\$0	\$77,000	\$0	\$0	\$0	\$0	\$0	\$77,000
Executive Service Corps of the Delaware Valley, Ardmore, PA									
To improve the effectiveness of small nonprofit organizations in the Philadelphia region									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2002-001951 STD Family and Community Service of Delaware County, Media, PA	\$0	\$95,000	\$0	\$0	\$0	\$0	\$0	\$95,000
In support of the Ralph Moses House, a transitional living facility in the city of Chester for people with HIV/AIDS								
2002-001937 STD Family Service Association of Bucks County, Langhorne, PA	\$0	\$120,000	\$0	\$0	\$0	\$0	\$0	\$120,000
To integrate mental health and substance abuse services for clients with dual diagnoses								
2002-001749-001 STD Focus on Women's Health Living Beyond Breast Cancer Ardmore, PA	\$0	\$30,000	\$0	\$0	\$0	\$0	\$0	\$30,000
To support a strategic planning process								
2002-001749 STD Focus on Women's Health Living Beyond Breast Cancer, Ardmore, PA	\$0	\$70,000	\$0	\$0	\$0	\$0	\$0	\$70,000
For continued support of Project Connect, which provides education and support services to medically underserved African American women and other low-income women affected by breast cancer or at a high risk for developing the disease								
2001-001581 STD Foundation for American Communications, The, Pasadena, CA	\$1,875,000	\$0	\$758,000	\$0	\$0	\$0	\$0	\$1,117,000
For a project to produce and deliver a series of educational programs and support services on issues of religion and public life in select U S regional media markets								
2000-003683 ALC Founding Fathers Papers	\$10,000,000	\$0	\$0DSG	\$10,000,000	\$0	\$0	\$0	\$0
To establish an investment fund that would be used to accelerate the completion of scholarly documentary and electronic editions of the papers of the nation's Founding Fathers								
2001-001457 STD Franklin Institute, The, Philadelphia, PA	\$3,980,000	\$0	\$3,980,000	\$0	\$0	\$0	\$0	\$0
In support of a consortium comprising five institutions to organize and present an exhibit "The Creation of Benjamin Franklin, American Citizen of the World," along with related conservation and inventory activities								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2000-002908 STD Franklin Institute, The, Philadelphia, PA	\$1,500,000	\$0	\$1,133,000	\$0	\$0	\$0	\$0	\$367,000
In support of "Turning the Key--Opening Young Minds," a capital campaign designed to revitalize the 1934 Science Museum's exhibits and public spaces								
1998-001479 STD Free Library of Philadelphia, The Philadelphia, PA	\$152,000	\$0	\$152,000	\$0	\$0	\$0	\$0	\$0
To build the library's capacity to implement a major annual giving program								
1998-003549 STD Friends of the National Parks at Gettysburg, Inc , Gettysburg, PA	\$43,976	\$0	\$43,976	\$0	\$0	\$0	\$0	\$0
For the restoration of the Pennsylvania State Memorial at Gettysburg National Military Park								
2000-002543 STD George Junior Republic, Grove City, PA	\$150,000	\$0	\$150,000	\$0	\$0	\$0	\$0	\$0
For the renovation of Memorial Home into a Multimedia Technology Center and Library and for the construction of two new homes and a Special Needs Unit								
2000-001707 STD George Washington University Washington DC	\$442,000	\$0	\$442,000	\$0	\$0	\$0	\$0	\$0
To research, evaluate and recommend "best practices" for congressional Web sites								
1999-002862 STD George Washington University Washington, DC	\$230,000	\$0	\$230,000	\$0	\$0	\$0	\$0	\$0
To support a grading system designed to assess the management capacity of federal agencies								
2002-000673 STD George Washington University, Washington, DC	\$0	\$2,500,000	\$507,000	\$0	\$0	\$0	\$0	\$1,993,000
To document the obstacles to alcohol treatment services and disseminate the findings to help focus the attention of key decision makers on alcohol abuse and dependence issues								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2001-002507 STD		\$5,859,000	\$0	\$1,515,000	\$0	\$0	\$0	\$0	\$4,344,000
Georgetown University, Washington, DC									
To launch a campaign to reduce children's exposure to alcohol advertising and marketing									
2000-001098 STD		\$3,780,000	\$0	\$2,151,000	\$0	\$0	\$0	\$0	\$1,629,000
Georgetown University, Washington, DC									
For the establishment of the Pew Forum on Religion and Public Life to gather and disseminate the best research on religion's role in public affairs									
2002-002830 STD		\$0	\$1,900,000	\$0	\$0	\$0	\$0	\$0	\$1,900,000
Georgetown University, Washington, DC									
To establish the Pew Commission on Children in Foster Care									
2000-002954 STD		\$581,000	\$0	\$0	\$1,815,715	\$0	\$1,234,715	\$0	\$0
Georgetown University, Washington, DC									
To educate the informed public and key federal policy makers about the need for a well-coordinated, national approach to environmental health tracking and monitoring									
1999-002637 STD		\$443,000	\$0	\$221,000	\$0	\$0	\$0	\$0	\$222,000
Georgia State University Foundation, Inc , Atlanta GA									
To develop performance standards and assessments for college transfer and graduation									
2001-003367 STD		\$0	\$1,800,000	\$405,000	\$0	\$0	\$0	\$0	\$1,395,000
Greater Philadelphia Cultural Alliance, Philadelphia, PA									
To support a comprehensive, integrated approach to increasing attendance at nonprofit arts and cultural organizations in the region									
1999-000521 STD		\$320,000	\$0	\$320,000	\$0	\$0	\$0	\$0	\$0
Greater Philadelphia Tourism Marketing Corporation, Philadelphia, PA									
For general support of a regional marketing and advertising program that promotes five counties (Bucks, Chester, Delaware, Montgomery and Philadelphia) as a tourist destination									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2000-000730 STD Greater Washington Educational Telecommunications Association, Inc , The, Arlington, VA	\$1,184,000	\$0	\$984,000	\$200,000	\$0	\$0	\$0	\$0
In support of the NewsHour's Media Unit, which provides in-depth coverage of the media and the powerful trends that are reshaping the news business								
2002-002522 STD Grove City College, Grove City, PA	\$0	\$1,000,000	\$0	\$0	\$0	\$0	\$0	\$1,000,000
To support the construction of a new student activities center								
2001-001624 STD Hawaii Audubon Society, Honolulu, HI	\$150,000	\$0	\$75,000	\$0	\$0	\$0	\$0	\$75,000
To promote sustainable management of marine fish populations in Hawaii and the Western Pacific through public education and administrative advocacy								
2002-001942 STD Health Promotion Council of Southeastern Pennsylvania, Inc , Philadelphia, PA	\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
To provide diabetes education and prevention services to low-income Latino adults in the five-county Southeastern Pennsylvania region								
2002-001942-001 STD Health Promotion Council of Southeastern Pennsylvania, Inc , Philadelphia, PA	\$0	\$49,000	\$0	\$0	\$0	\$0	\$0	\$49,000
To strengthen the Community Healthcare Interpreter Training program to better serve immigrants and refugees seeking medical and mental health services								
2002-001815 STD Hedwig House, Inc Norristown, PA	\$0	\$170,000	\$0	\$0	\$0	\$0	\$0	\$170,000
To provide employment education and counseling to persons with mental illness								
2000-003617 STD Hentage College, Toppenish, WA	\$262,000	\$0	\$142,500	\$0	\$0	\$0	\$0	\$119,500
In support of a program to recruit and educate minority and bilingual K-12 teachers								

Trust	0049-00-1/6	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2000-001498 STD		\$1,833,000	\$0	\$1,009,000	\$0	\$0	\$0	\$0	\$824,000
Higher Education Policy Institute, San Jose, CA									
To produce and disseminate national state-by-state report cards on higher education's performance									
2001-000694 STD		\$77,000	\$0	\$19,500	\$0	\$0	\$0	\$0	\$57,500
Higher Education Policy Institute, San Jose, CA									
To highlight the twin issues of affordability and cost-effectiveness in higher education and strengthen the indicators in these areas on the state-by-state report card									
2002-001695 STD		\$0	\$160,000	\$0	\$0	\$0	\$0	\$0	\$160,000
Impact Services Corporation, Philadelphia, PA									
To continue to provide employment services, behavioral counseling and fatherhood classes to noncustodial fathers returning from prison									
2001-002762 STD		\$2,000,000	\$0	\$2,000,000	\$0	\$0	\$0	\$0	\$0
Independence Visitor Center Corporation, Philadelphia, PA									
To complete construction of the Liberty Bell Center, new home of the Liberty Bell, Philadelphia's most precious historic treasure									
2001-000505 STD		\$2,651,020	\$0	\$1,388,520	\$0	\$0	\$0	\$0	\$1,262,500
Independence Visitor Center Corporation, Philadelphia, PA									
Transferred from Preservation Alliance for Greater Philadelphia, The									
In support of the Heritage Investment Program, which will provide technical assistance and challenge grants to historic sites									
1999-002927 STD		\$4,251,000	\$0	\$694,000	\$0	\$0	\$0	\$0	\$3,557,000
Independence Visitor Center Corporation, Philadelphia, PA									
For support of the Philadelphia History Exhibitions Initiative, a program to assist local history museums to produce high-quality, innovative exhibits									
1999-003823 STD		\$428,600	\$0	\$428,600	\$0	\$0	\$0	\$0	\$0
Independence Visitor Center Corporation, Philadelphia, PA									
In support of enhancements to the Gateway Visitor Center									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
1999-000854 STD		\$333,000	\$0	\$333,000	\$0	\$0	\$0	\$0	\$0
Independent Sector, Washington, DC									
To strengthen the public policy advocacy and response capacity of the nonprofit sector at both the national and state levels									
1999-002314 STD		\$929,000	\$0	\$929,000	\$0	\$0	\$0	\$0	\$0
Indiana University Foundation, Bloomington, IN									
To implement an annual survey of undergraduates that will reveal new dimensions of college quality									
2002-000466 STD		\$0	\$699,000	\$88,000	\$0	\$0	\$0	\$0	\$611,000
Institute for Educational Leadership, Inc , The, Washington, DC									
To measure college student learning in six states in order to test a model by which states may be graded on learning in future issues of "Measuring Up," the 50-state higher education report card									
1999-003274 STD		\$125,000	\$0	\$63,000	\$0	\$0	\$0	\$0	\$62,000
James A Michener Art Museum, The, Doylestown, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									
2002-001962 STD		\$0	\$103,000	\$0	\$0	\$0	\$0	\$0	\$103,000
Jewish Family and Children's Service of Greater Philadelphia Philadelphia, PA									
For continued support of a program addressing the spiritual, medical and psychosocial needs of residents of personal care boarding homes in the Philadelphia region									
1999-003282 STD		\$30,000	\$0	\$25,000	\$0	\$0	\$0	\$0	\$5,000
John Bartram Association, Philadelphia, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									
1999-003257 STD		\$40,000	\$0	\$25,000	\$0	\$0	\$0	\$0	\$15,000
John J Tyler Arboretum, Media, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2000-002781 STD		\$3,285,000	\$0	\$1,285,000	\$0	\$0	\$0	\$0	\$2,000,000
Johns Hopkins University, Washington, DC									
To continue and expand the Pew International Journalism Program, an initiative to encourage American news media to devote more sustained and thoughtful coverage to global issues relevant to the post-cold war era									
2001-003723 STD		\$0	\$9,920,000	\$1,053,000	\$0	\$0	\$0	\$0	\$8,867,000
Johns Hopkins University, Baltimore, MD									
To explore the need for and create policy options for guiding decisions about the development and use of reproductive genetic technologies that take into account ethical and social implications as well as safety and efficacy concerns									
2002-001741 STD		\$0	\$95,000	\$0	\$0	\$0	\$0	\$0	\$95,000
La Comunidad Hispana, Inc , Kennett Square, PA									
For continued operating support to provide social, health, employment and other support services to Latino farm workers and their families									
2000-000566 STD		\$241,000	\$0	\$241,000	\$0	\$0	\$0	\$0	\$0
League for Innovation in the Community College, Mission Viejo, CA									
To promote the adoption of new ways of certifying community college students' performance-based achievement									
2001-000227 STD		\$512,000	\$0	\$319,000	\$0	\$0	\$0	\$0	\$193,000
Learning Matters, Inc , New York, NY									
For support of The Merrow Report, a PBS documentary series about education and further dissemination of information in those documentaries									
1999-003248 STD		\$75,000	\$0	\$38,000	\$0	\$0	\$0	\$0	\$37,000
Library Company of Philadelphia, The, Philadelphia, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									
2000-000731 STD		\$1,016,000	\$0	\$467,000	\$0	\$0	\$0	\$0	\$549,000
Local Initiatives Support Corporation, New York, NY									
To support an initiative to strengthen the capacity and increase the output of community development corporations in rural Pennsylvania									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6 2002-001793 STD Lutheran Children and Family Service of Eastern Pennsylvania, Philadelphia, PA To provide information, referral and mental health counseling services to immigrants and refugees	\$0	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000
1999-003275 STD Main Line Art Center, Haverford, PA In support of general operations, as part of the Philadelphia Cultural Leadership Program	\$45,000	\$0	\$35,000	\$0	\$0	\$0	\$0	\$10,000
1999-002305 STD Manpower Demonstration Research Corporation, New York, NY To continue to examine the effects of welfare reform in Philadelphia, as part of a multicity study	\$550,000	\$0	\$550,000	\$0	\$0	\$0	\$0	\$0
2001-001477 STD Marine Conservation Biology Institute, Redmond, WA To produce a scientifically sound evaluation of the relative impacts of different types of commercial fishing gear on the marine environment	\$290,000	\$0	\$174,000	\$0	\$0	\$0	\$0	\$116,000
2001-002587 STD Maryland Foundation, Inc , The University of, College Park, MD To support an effort to improve the campaign behavior of political candidates, the media and other participants through the integration of best-practices standards for the sponsorship and conduct of political campaign debates and issues forums	\$1,324,000	\$0	\$1,245,000	\$0	\$0	\$0	\$0	\$79,000
2000-000953 STD Maryland Foundation, Inc , The University of, College Park, MD In support of a project designed to improve campaigns by providing candidates and consultants with real-world case studies of best practices	\$509,000	\$0	\$350,000	\$0	\$0	\$0	\$0	\$159,000
2000-000438 STD Maryland Foundation, Inc , The University of, Adelphi, MD To engage higher education and K-12 state systems in furthering standards-based reform	\$300,000	\$0	\$300,000	\$0	\$0	\$0	\$0	\$0

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
New Memorial Trust 0049-00-1/6 1999-000364 STD Massachusetts Institute of Technology, Cambridge, MA	\$400,000	\$0	\$400,000	\$0	\$0	\$0	\$0	\$0
For continuation of the Museum Loan Network, a program that supports and facilitates long-term loans of objects between museums in the United States								
2002-001870 STD MBF Center, Nornstown, PA	\$0	\$65,000	\$0	\$0	\$0	\$0	\$0	\$65,000
For continued operating support to provide people with serious disabilities specialized assessment, training and job-placement services								
1998-002217 STD Meet The Composer, New York, NY	\$450,000	\$0	\$450,000	\$0	\$0	\$0	\$0	\$0
For continued support of the New Residencies Program to bring composers directly into communities for the creation and presentation of work in partnership with art and community organizations								
2002-001898 STD Metropolitan Career Center, Philadelphia, PA	\$0	\$70,000	\$0	\$0	\$0	\$0	\$0	\$70,000
To assess the feasibility of a sectoral initiative that would place low-income workers in meaningful employment								
2000-001475 STD Mid Atlantic Arts Foundation, Inc , Baltimore, MD	\$345,000	\$0	\$178,000	\$0	\$0	\$0	\$0	\$167,000
In support of Pennsylvania Performing Arts on Tour, a program that provides funding for tours and related activities throughout the Mid-Atlantic region by Pennsylvania performing artists of high artistic caliber								
2002-001896 STD Montgomery County Association for the Blind, Inc , North Wales, PA	\$0	\$70,000	\$0	\$0	\$0	\$0	\$0	\$70,000
For continued support of vocational assessment, job training and placement, and follow-up services to Montgomery County residents who are visually impaired								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2002-001826 STD Montgomery County MH-MR Emergency Service, Norristown, PA	\$0	\$85,000	\$0	\$0	\$0	\$0	\$0	\$85,000
To provide intensive case management services to people with mental illness who are involved in the criminal justice system and to train law enforcement personnel in related issues								
2002-000378 STD National Alliance of Business, Inc., Washington, DC	\$0	\$99,000	\$51,000	\$0	\$0	\$0	\$0	\$48,000
To develop business leaders' guides to accompany the 2002 and 2004 editions of "Measuring Up," the 50-state higher education report card								
2001-000509 STD National Board for Professional Teaching Standards, Inc., Arlington, VA	\$875,000	\$0	\$875,000	\$0	\$0	\$0	\$0	\$0
To increase the number of classroom teachers pursuing National Board certification								
2002-000342 STD National Center for Higher Education Management Systems, Boulder CO	\$0	\$300,000	\$55,000	\$0	\$0	\$0	\$0	\$245,000
To strengthen the affordability indicator in the 50-state higher education report card and develop new ways of measuring how well or poorly each state is funding its higher education system								
1998-003049 STD National Center for Higher Education Management Systems Boulder, CO	\$471,000	\$0	\$162,000	\$0	\$0	\$0	\$0	\$309,000
To establish the Quality Incentives Initiative to generate new approaches to quality assurance, design concrete prototypes, and bring together individuals who are spearheading quality assurance efforts								
2001-003648 STD National Constitution Center, Philadelphia PA	\$0	\$3,000,000	\$1,500,000	\$0	\$0	\$0	\$0	\$1,500,000
To support the construction of a new National Constitution Center Building and Museum on Independence Mall in Philadelphia								
1998-002392 STD National Council of Young Mens Christian Associations of the United States of America, Chicago IL	\$780,000	\$0	\$366,000	\$0	\$0	\$0	\$0	\$414,000
To develop civic connector centers designed to link young adults to community problem-solving activities								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2001-003546 STD		\$0	\$6,200,000	\$1,766,000	\$0	\$0	\$0	\$0	\$4,434,000
National Crime Prevention Council, Inc., Washington, DC									
To establish the Faith and Service Technical Education Network which would gather data on best practices in faith-based social service delivery, develop educational materials, and conduct workshops and seminars for practitioners in the public and private sectors									
2000-003408 STD		\$375,000	\$0	\$375,000	\$0	\$0	\$0	\$0	\$0
National Environmental Trust, Washington, DC									
For general operating support									
2000-003382 STD		\$750,000	\$0	\$750,000	\$0	\$0	\$0	\$0	\$0
National Environmental Trust, Washington, DC									
For general operating support									
2001-003227 STD		\$0	\$3,000,000	\$1,750,000	\$0	\$0	\$0	\$0	\$1,250,000
National Environmental Trust, Washington, DC									
For general operating support									
1999-002731 STD		\$266,000	\$0	\$266,000	\$0	\$0	\$0	\$0	\$0
National Foundation for the Improvement of Education, Washington, DC									
To develop sustaining school/college partnerships aimed at strengthening the subject matter knowledge of teachers									
2001-000620 STD		\$500,000	\$0	\$500,000	\$0	\$0	\$0	\$0	\$0
National Parks Conservation Association, Washington, DC									
To support a comprehensive public education effort demonstrating the need for increased funding for the national park system and for conservation and visitor-interpretation programs in the national parks									
2001-003620 STD		\$0	\$1,400,000	\$837,500	\$0	\$0	\$0	\$0	\$562,500
National Parks Conservation Association, Washington, DC									
To provide continued support for a comprehensive public education effort demonstrating the need for increased funding for the national park system and for conservation and visitor interpretation programs in the national parks									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
1999-000409 STD		\$300,000	\$0	\$300,000	\$0	\$0	\$0	\$0	\$0
National Religious Partnership for the Environment, Inc , The, Amherst, MA									
For general operating support of an organization that assists major faith groups engaged in environmental issues									
2000-003965 STD		\$120,000	\$0	\$120,000	\$0	\$0	\$0	\$0	\$0
National Urban League, Inc , New York NY									
In support of a feasibility study for expanding the National Achievers Society, an honors program that provides positive reinforcement and resources to high-performing African American youth									
2001-001434 STD		\$340,000	\$0	\$340,000	\$0	\$0	\$0	\$0	\$0
Natural Resources Council of Maine, Augusta, ME									
To restore access to the Penobscot River system to Atlantic salmon, American shad and other anadromous fish species									
2002-000379 STD		\$0	\$100,000	\$8,000	\$0	\$0	\$0	\$0	\$92,000
NCSL Foundation for State Legislatures, Denver, CO									
To develop state legislators' guides to accompany the 2002 and 2004 editions of "Measuring Up," the 50-state higher education report card									
1999-003857 STD		\$300,000	\$0	\$255,000	\$0	\$0	\$0	\$0	\$45,000
New America Foundation, Washington, DC									
In support of a national fellowship program to promote solutions-oriented research and writing on public policy issues									
2002-001677 STD		\$0	\$1,000,000	\$0	\$0	\$0	\$0	\$0	\$1,000,000
New England Aquarium Corporation, Boston, MA									
To continue support for the Pew Fellows Program in Marine Conservation									
2000-000624-001 STD		\$1,000,000	\$0	\$500,000	\$0	\$0	\$0	\$0	\$500,000
New England Aquarium Corporation, Boston, MA									
For the 2001 Pew Fellows class									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2000-000624 STD New England Aquarium Corporation, Boston, MA	\$668,000	\$0	\$418,000	\$0	\$0	\$0	\$0	\$250,000
For administrative expenses to operate the Pew Fellows Program for fiscal years 2000 through 2003								
1999-003443 STD New England Association of Schools & Colleges, Inc., Bedford, MA	\$212,000	\$0	\$143,000	\$0	\$0	\$0	\$0	\$69,000
To design and pilot a new accreditation tool								
1999-000093 STD North Central Association of Colleges and Secondary Schools, Chicago, IL	\$336,000	\$0	\$336,000	\$0	\$0	\$0	\$0	\$0
In support of developing a new model for regional accreditation based on national quality improvement programs								
2002-001819 STD Northwestern Human Services of Philadelphia, Philadelphia, PA	\$0	\$99,000	\$0	\$0	\$0	\$0	\$0	\$99,000
To assess the feasibility of a training program to prepare adults with cognitive disabilities to work as personal care assistants for adults with physical disabilities								
2001-002589 STD Notre Dame du Lac, University of Notre Dame, IN	\$1,000,000	\$0	\$280,000	\$0	\$0	\$0	\$0	\$720,000
To establish the Hispanic Church Research Initiative, which would produce and widely disseminate research on how theologically trained clergy contribute to effective community ministry among Hispanic churches								
2000-000937 STD Notre Dame du Lac, University of, Notre Dame, IN	\$1,372,000	\$0	\$922,000	\$0	\$0	\$0	\$0	\$450,000
To establish a new program to support Christian scholars through collaborative research projects, a book prize and a lecture series								
2001-002400 STD Oceana, Inc., Washington, DC	\$5,035,000	\$0	\$4,150,000	\$0	\$0	\$0	\$0	\$885,000
In support of efforts to reduce the incidental bycatch of fish and other marine life, curtail particularly destructive fishing practices, and develop a stronger public constituency for ocean conservation								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2000-001078 STD Oceana, Inc , Washington, DC	\$1,016,000	\$0	\$1,016,000	\$0	\$0	\$0	\$0	\$0
For support of a new global marine organization								
2001-001538 STD OMG Center for Collaborative Learning, Philadelphia, PA	\$399,000	\$0	\$103,000	\$0	\$0	\$0	\$0	\$296,000
In support of Programs Adjusting to a Changing Environment, an educational series for local nonprofit health and human service providers								
1999-003176 STD OMG Center for Collaborative Learning, Philadelphia, PA	\$341,000	\$0	\$341,000	\$0	\$0	\$0	\$0	\$0
To support the provision of assistance to Pew Fund grantees that serve vulnerable adults								
2002-002031 STD OMG Center for Collaborative Learning, Philadelphia, PA	\$0	\$840,000	\$0	\$0	\$0	\$0	\$0	\$840,000
To assist Pew Fund grantees that serve vulnerable adults								
2000-003453 STD Opera America, Inc , Washington, DC	\$2,102,000	\$0	\$1,066,000	\$0	\$0	\$0	\$0	\$1,036,000
To support a multiyear initiative aimed at standardizing the way performing arts organizations gather information on their sector, permitting cross-disciplinary analysis and the development of arguments for increased policy support based on reliable data								
1999-003273 STD Opera Company of Philadelphia, Philadelphia, PA	\$750,000	\$0	\$450,000	\$0	\$0	\$0	\$0	\$300,000
In support of general operations, as part of the Philadelphia Cultural Leadership Program								
2000-001519 STD Outdoor Recreation Foundation, Boulder, CO	\$500,000	\$0	\$333,500	\$0	\$0	\$0	\$0	\$166,500
To support a new initiative to engage wilderness dependent businesses in national conservation policy debates related to protecting public lands for wildlife habitat and nonmotorized recreation								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2001-002398 STD		\$4,997,000	\$0	\$4,997,000	\$0	\$0	\$0	\$0	\$0
Pace University, White Plains, NY									
To support efforts to reduce harmful air emissions from the nation's power plants through public education, administrative advocacy and litigation									
2000-002587 STD		\$1,459,000	\$0	\$1,459,000	\$0	\$0	\$0	\$0	\$0
Pace University, New York, NY									
To support efforts to reduce harmful air emissions from the nation's power plants									
2002-001831 STD		\$0	\$111,000	\$0	\$0	\$0	\$0	\$0	\$111,000
Penn Foundation for Mental Health, Inc , Sellersville, PA									
For continued support of the Wellspring Clubhouse a psychiatric rehabilitation program that seeks to improve the social, educational and vocational functioning of people with severe and persistent mental illness									
2001-002179 STD		\$340,000	\$0	\$340,000	\$0	\$0	\$0	\$0	\$0
Pennsylvania Economy League, Inc , Harrisburg, PA									
In support of Choices for Pennsylvania's Future, a project to help ensure that candidates and the news media address Pennsylvania's economic competitiveness in the 2002 gubernatorial campaign									
2002-001959 STD		\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
Pennsylvania Health Law Project, Philadelphia, PA									
To assist low-income vulnerable adults to access publicly funded health and long-term care services									
2002-001173 STD		\$0	\$900,000	\$0	\$0	\$0	\$0	\$0	\$900,000
Pennsylvania Horticultural Society, The, Philadelphia, PA									
For general support of the Pennsylvania Horticultural Society's Philadelphia Green, which provides leadership in community-greening activities in Philadelphia's low-income neighborhoods and improves the landscapes of Philadelphia's landmarks, gateways and public spaces									

Trust	Begin Balance	Awards	Payments	PY Resclissions	CY Resclissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2002-001917 STD Pennsylvania Hospital of the University of Pennsylvania Health System, The, Philadelphia, PA	\$0	\$64,000	\$0	\$0	\$0	\$0	\$0	\$64,000
To design and implement a comprehensive outcomes system at the Hall-Mercer Community Mental Health/Mental Retardation Center for homeless adults with significant behavioral health problems who are receiving intensive case management								
2000-003458 STD Pennsylvania Low Income Housing Corporation, Glenside, PA	\$100,000	\$0	\$80,000	\$0	\$0	\$0	\$0	\$20,000
To identify and remove barriers that impede the timely acquisition of blighted land in Philadelphia								
1999-003428 STD Pennsylvania Young Playwrights Program, Inc , Philadelphia, PA	\$22,000	\$0	\$22,000	\$0	\$0	\$0	\$0	\$0
In support of general operations, as part of the Philadelphia Cultural Leadership Program								
1999-003270 STD People's Light and Theatre Company, Malvern, PA	\$320,000	\$0	\$160,000	\$0	\$0	\$0	\$0	\$160,000
In support of general operations, as part of the Philadelphia Cultural Leadership Program								
2002-003260 STD / Split Trust Pew Charitable Trusts, The, Philadelphia, PA	\$0	\$50,000	\$0	\$0	\$0	\$0	\$0	\$50,000
For general operations of a new nonprofit organization								
2002-001772 STD Philabundance, Philadelphia PA	\$0	\$130,000	\$0	\$0	\$0	\$0	\$0	\$130,000
For support of the Delaware Valley Community Kitchen to provide training and employment in food services to individuals leaving welfare								
1999-003267 STD Philadelphia Chamber Music Society, Philadelphia, PA	\$50,000	\$0	\$25,000	\$0	\$0	\$0	\$0	\$25,000
In support of general operations, as part of the Philadelphia Cultural Leadership Program								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2002-002639 STD Philadelphia Committee to End Homelessness, Philadelphia, PA	\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
For support of Ready, Willing and Able to provide residential and work opportunities to formerly homeless men in Philadelphia								
2002-001891 STD Philadelphia Community Health Alternatives, Philadelphia, PA	\$0	\$35,000	\$0	\$0	\$0	\$0	\$0	\$35,000
For development of an operating plan and a financing strategy for clinical services								
1999-003264 STD Philadelphia Company, Philadelphia, PA	\$80,000	\$0	\$30,000	\$0	\$0	\$0	\$0	\$50,000
In support of general operations, as part of the Philadelphia Cultural Leadership Program								
2000-000217 STD Philadelphia Education Fund, The, Philadelphia, PA	\$599,000	\$0	\$311,000	\$0	\$0	\$0	\$0	\$288,000
In support of college preparatory services for Philadelphia public school students and the broader community								
2002-001914 STD Philadelphia FIGHT, Philadelphia, PA	\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
For continued support of Project TEACH, providing information about treatment options and the need for compliance with their medication regimens to low-income Philadelphians living with HIV/AIDS								
1999-003263 STD Philadelphia Folklore Project, Philadelphia, PA	\$20,000	\$0	\$20,000	\$0	\$0	\$0	\$0	\$0
In support of general operations, as part of the Philadelphia Cultural Leadership Program								
2001-002814 STD Philadelphia Foundation, The, Philadelphia, PA	\$17,000,000	\$0	\$17,000,000	\$0	\$0	\$0	\$0	\$0
A five-year challenge grant to strengthen the Regional Performing Arts Center, to aid its resident companies and to help renovate the Academy of Music								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
1999-001352 STD Philadelphia Health Management Corporation, The, Philadelphia, PA	\$202,000	\$0	\$202,000	\$0	\$0	\$0	\$0	\$0
For assistance to Pew Fund grantees that serve children youth and their families								
2002-001712 STD Philadelphia Health Management Corporation, The, Philadelphia, PA	\$0	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000
To support peer mentoring for home health aides at Home Care Associates								
2002-001729 STD Philadelphia Health Management Corporation, The, Philadelphia, PA	\$0	\$67,000	\$0	\$0	\$0	\$0	\$0	\$67,000
To assist the National Nursing Centers Consortium in securing additional financial resources for five nurse-managed health centers that would allow them to serve more poor families								
2002-001813 STD Philadelphia Health Management Corporation, The, Philadelphia, PA	\$0	\$150,000	\$0	\$0	\$0	\$0	\$0	\$150,000
For continued support of Health Care for the Homeless, which provides health services to chronically homeless adults placed in residential sites in the community								
2002-000380 STD Philadelphia Health Management Corporation, The, Philadelphia, PA	\$0	\$1,700,000	\$198,000	\$0	\$0	\$0	\$0	\$1,502,000
To assist Pew Fund grantees that serve children, youth and families								
2000-000106 STD Philadelphia High School Academies, Inc Philadelphia, PA	\$500,000	\$0	\$350,000	\$0	\$0	\$0	\$0	\$150,000
To support programs and services for Philadelphia high school students to develop skills needed for employment after graduation								
1999-002425 STD Please Touch Museum, Philadelphia, PA	\$100,000	\$0	\$100,000	\$0	\$0	\$0	\$0	\$0
In support of a new facility at Penn's Landing								
1999-003262 STD Point Breeze Performing Arts Center, Philadelphia, PA	\$32,000	\$0	\$32,000	\$0	\$0	\$0	\$0	\$0
In support of general operations, as part of the Philadelphia Cultural Leadership Program								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2001-003093 STD President and Trustees of Colby College, Waterville, ME	\$1,496,000	\$0	\$1,496,000	\$0	\$0	\$0	\$0	\$0
In support of a nonpartisan media and citizen education effort to encourage public debate of the campaign finance reform issue								
2002-001938-001 STD Prevention Point Philadelphia Incorporated, Philadelphia, PA	\$0	\$30,000	\$0	\$0	\$0	\$0	\$0	\$30,000
To conduct a strategic planning and board development process								
2002-001938 STD Prevention Point Philadelphia Incorporated, Philadelphia, PA	\$0	\$104,000	\$0	\$0	\$0	\$0	\$0	\$104,000
For support of a social worker for the Street Side Health Program								
2001-002763 STD Prichard Committee for Academic Excellence, Lexington, KY	\$600,000	\$0	\$200,000	\$0	\$0	\$0	\$0	\$400,000
To continue the work of the Prichard Committee for Academic Excellence to improve public education through school reform as they work toward becoming a self-sustaining organization								
2000-001460 STD Prichard Committee for Academic Excellence, Lexington, KY	\$225,000	\$0	\$225,000	\$0	\$0	\$0	\$0	\$0
To increase parent involvement and improve student achievement through a leadership training program for parents								
2002-001958 STD Project HOME, Philadelphia, PA	\$0	\$170,000	\$0	\$0	\$0	\$0	\$0	\$170,000
For continued operating support to provide comprehensive supports to chronically homeless adults								
2002-000450 STD Project HOPE--People-to-People Health Foundation, Inc , The, Millwood, VA	\$0	\$90,000	\$0	\$0	\$0	\$0	\$0	\$90,000
For continued support of the GrantWatch section of Health Affairs								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
1999-000186 STD Public Agenda Foundation Inc , The, New York, NY	\$157,000	\$0	\$157,000	\$0	\$0	\$0	\$0	\$0
To continue to monitor progress in K-12 education reform and to inform the national discussion on school reform issues								
2000-003042 STD Public Agenda Foundation Inc The, New York, NY	\$581,000	\$0	\$196,000	\$0	\$0	\$0	\$0	\$385,000
To design and complete an in-depth public opinion survey of the state of civility morals and manners in contemporary America, and to conduct focus groups with decision makers in key sectors to discuss the implications of the findings for their professions								
2000-002957 STD Public Interest Projects New York, NY	\$1,400,000	\$0	\$425,000	\$0	\$0	\$0	\$0	\$975,000
To support the establishment of a new nonprofit organization, the Trust for America's Health, to champion improvements in the nation's public health infrastructure and ability to prevent chronic diseases								
2001-002265 STD Public/Private Ventures, Philadelphia, PA	\$4,000,000	\$0	\$1,840,000	\$0	\$0	\$0	\$0	\$2,160,000
For continued support of the community-serving ministry initiative in Philadelphia the goal of which is to provide effective social services to at-risk youth in selected neighborhoods by increasing the capacity of local faith-based organizations								
2001-000687 STD Rector and Visitors of the University of Virginia, Charlottesville, VA	\$86,000	\$0	\$86,000	\$0	\$0	\$0	\$0	\$0
To convene policy makers, business leaders and education experts at a national summit meeting to discuss student learning in higher education								
2000-000891 STD Rector and Visitors of the University of Virginia, Charlottesville, VA	\$263,000	\$0	\$164,000	\$0	\$0	\$0	\$0	\$99,000
In support of a project designed to provide training for first-time candidates about all elements of campaigning with an emphasis on leadership, sound public policy and ethical conduct								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
1997-003100 STD		\$60,000	\$0	\$60,000	\$0	\$0	\$0	\$0	\$0
Regents of the University of California, Berkeley, Berkeley, CA									
In support of "The Time of Your Life Enhancing Student Engagement with the Arts," as part of the Program for Art Museums and Communities									
2001-003205 STD		\$0	\$485,000	\$0	\$0	\$0	\$0	\$0	\$485,000
Regents of the University of California, Los Angeles, Los Angeles, CA									
For continuing support of the Oral History and Archives Project for the Pew Scholars Program in the Biomedical Sciences									
1996-002427 STD		\$0	\$0	\$0	\$90,015	\$0	\$90,015	\$0	\$0
Regents of the University of California, Los Angeles, Los Angeles, CA									
In support of a national dance documentation and preservation leadership and training program as part of the National Initiative to Preserve America's Dance									
1998-001296 STD		\$97,000	\$0	\$97,000	\$0	\$0	\$0	\$0	\$0
Regents of the University of California, San Diego, La Jolla, CA									
To support a project aimed at encouraging colleges and universities to strengthen the role they play in America's civic renewal by incorporating issues of importance to the community into the teaching research and service done on campus									
1999-002339 STD		\$400,000	\$0	\$0	\$0	\$0	\$0	\$0	\$400,000
Regional Housing Development Corporation, Glenside, PA									
Transferred from Regional Housing Legal Services									
A contingent grant for administration of the second round of the Bridge Loan Program									
1993-000815 STD		\$65,000	\$0	\$20,000	\$0	\$0	\$0	\$0	\$45,000
Regional Housing Development Corporation, Glenside, PA									
PRI to develop a bridge loan program for low-income rental housing in Philadelphia, over seven years									
2001-000427 STD		\$375,000	\$0	\$263,000	\$0	\$0	\$0	\$0	\$112,000
Regional Housing Legal Services, Glenside, PA									
For continued support of general operations									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2001-000428 STD Reinvestment Fund, Inc., The, Philadelphia, PA	\$350,000	\$0	\$234,000	\$0	\$0	\$0	\$0	\$116,000
For continued support of general operations								
2000-000524 STD Reinvestment Fund, Inc., The Philadelphia, PA	\$233,000	\$0	\$167,000	\$0	\$0	\$0	\$0	\$66,000
In support of the Philadelphia Jobs Initiative, an effort to improve access to jobs for disadvantaged young adults								
1998-003072 STD Rensselaer Polytechnic Institute, Troy, NY	\$1,029,333	\$0	\$452,333	\$196,297	\$0	\$0	\$0	\$380,703
To establish the Pew Learning and Technology Program to support efforts to redesign high enrollment introductory courses using technology, a symposium on learning and technology, and a communications program								
1999-002093 STD Research Foundation of State University of New York, The, Amherst, NY	\$351,000	\$0	\$298,200	\$0	\$0	\$0	\$0	\$52,800
To establish a national clearinghouse on teaching undergraduate science using case studies								
2001-003179 STD Research Foundation of State University of New York, The, Albany, NY Transferred from Tides Center	\$2,530,000	\$0	\$844,000	\$0	\$0	\$0	\$0	\$1,686,000
To analyze and evaluate the human health impacts of persistent organic pollutants in farmed Atlantic salmon and wild Pacific salmon								
2001-003174 STD Research Foundation of State University of New York, The, Albany, NY	\$6,300,000	\$0	\$1,983,000	\$0	\$0	\$0	\$0	\$4,317,000
To establish the Roundtable on Religion and Social Welfare Policy, which would produce research on faith-based social services and disseminate the findings to key stakeholders, including policy makers, the media and religious and civic leaders								
1997-003122 STD Rhode Island School of Design, Providence, RI	\$83,000	\$0	\$83,000	\$0	\$0	\$0	\$0	\$0
In support of Art ConText, to link the museum, students and the public library branches as part of the Program for Art Museums and Communities								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2000-001845-001 STD		\$2,323,000	\$0	\$1,470,000	\$0	\$0	\$0	\$0	\$853,000
Richmond, University of, Richmond, VA									
To help ensure that the federal regulatory system appropriately weighs the risks and benefits of agricultural biotechnology now and in the future									
2000-001845 STD		\$5,123,000	\$0	\$2,168,000	\$0	\$0	\$0	\$0	\$2,955,000
Richmond, University of, Richmond, VA									
To help ensure that the federal regulatory system appropriately weighs the risks and benefits of agricultural biotechnology now and in the future									
2000-003898 STD		\$4,579,000	\$0	\$1,867,000	\$0	\$0	\$0	\$0	\$2,712,000
Richmond, University of, Richmond, VA									
In support of the Pew Center on the States, publisher of StateLine org, to track and analyze critical public policy developments in state capitals									
2002-000542 STD		\$0	\$2,000,000	\$282,000	\$0	\$0	\$0	\$0	\$1,718,000
Richmond, University of, Richmond, VA									
A grant in support of the work of the Pew Partnership for Civic Change to strengthen the ability of citizens to engage in community problem solving									
1999-003259 STD		\$60,000	\$0	\$30,000	\$0	\$0	\$0	\$0	\$30,000
Rosenbach Museum & Library, Philadelphia, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									
2002-000001 STD		\$0	\$1,000,000	\$584,000	\$0	\$0	\$0	\$0	\$416,000
Rotary Foundation of Rotary International, The, Evanston, IL									
In support of the Polio Eradication Private Sector Initiative to eradicate polio from the 11 remaining countries in the world and certify the world polio-free by the end of 2005									
2001-002810 STD		\$5,310,000	\$0	\$4,130,000	\$0	\$0	\$0	\$0	\$1,180,000
Rutgers University Foundation, New Brunswick, NJ									
To create a national institute on early education to conduct, synthesize, commission and disseminate research on quality early education issues									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2001-002467 STD Settlement Music School of Philadelphia, Philadelphia, PA	\$3,379,000	\$0	\$1,116,000	\$0	\$0	\$0	\$0	\$2,263,000
In support of the Philadelphia Music Project, an artistic development program for Philadelphia-area music organizations								
1999-003258 STD Settlement Music School of Philadelphia, Philadelphia, PA	\$333,000	\$0	\$167,000	\$0	\$0	\$0	\$0	\$166,000
In support of general operations, as part of the Philadelphia Cultural Leadership Program								
1999-002619 STD Settlement Music School of Philadelphia, Philadelphia, PA	\$152,000	\$0	\$152,000	\$0	\$0	\$0	\$0	\$0
For continued support of the Philadelphia Music Project, an artistic development program for Philadelphia-area music organizations								
1997-002550 STD Smithsonian Institution, Washington, DC	\$3,871,098	\$0	\$318,147	\$0	\$0	\$0	\$0	\$3,552,951
For the preservation of the Star-Spangled Banner								
2002-001709 STD Southeast Asian Mutual Assistance Association Coalition, Inc , Philadelphia, PA	\$0	\$130,000	\$0	\$0	\$0	\$0	\$0	\$130,000
To provide translation and accompaniment, educational, and related social services to Asian, African, and Eastern European populations in Philadelphia and its suburbs								
2000-000583 STD Southern Association of Colleges and Schools, Inc , Decatur, GA	\$106,000	\$0	\$28,000	\$0	\$0	\$0	\$0	\$78,000
To design and pilot a revised accreditation process in the southern region								
2001-001110 STD Southern California, University of, Los Angeles, CA	\$5,233,000	\$0	\$1,333,000	\$0	\$0	\$0	\$0	\$3,900,000
To study the economic, social, cultural and political realities of America's fast-growing Latino population as well as the impact Latinos are having on American civic, political and economic life								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2000-000783 STD		\$394,000	\$0	\$394,000	\$0	\$0	\$0	\$0	\$0
Southern California, University of, Los Angeles, CA									
In support of an initiative designed to demonstrate practical ways to improve broadcast news campaign coverage									
2002-001786 STD		\$0	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000
Speaking for Ourselves, Plymouth Meeting, PA									
To implement its strategic plan by identifying and training new leadership and strengthening the board of directors									
2001-001420 STD		\$1,750,000	\$0	\$1,526,500	\$0	\$0	\$0	\$0	\$223,500
Strategies for the Global Environment, Inc , Arlington, VA									
For completion of the work of the Pew Oceans Commission and its report to the nation on policies needed to restore and protect living marine resources in U S waters									
2000-003409 STD		\$716,000	\$0	\$716,000	\$0	\$0	\$0	\$0	\$0
Strategies for the Global Environment, Inc , Arlington, VA									
In support of the Pew Center on Global Climate Change to educate the public and policy makers about climate change, and to encourage domestic and international efforts to reduce environmental greenhouse gases									
2001-003226 STD		\$0	\$4,000,000	\$2,700,000	\$0	\$0	\$0	\$0	\$1,300,000
Strategies for the Global Environment, Inc , Arlington, VA									
In support of the Pew Center on Global Climate Change to educate the public and policy makers on climate change, and to encourage domestic and international efforts to reduce emissions of greenhouse gases									
1999-001780 STD		\$250,000	\$0	\$250,000	\$0	\$0	\$0	\$0	\$0
Strategies for the Global Environment, Inc , Arlington, VA									
For establishment of a national oceans commission									
1999-002880 STD		\$446,000	\$0	\$446,000	\$0	\$0	\$0	\$0	\$0
Syracuse University, Syracuse, NY									
To support a grading system designed to assess the management capacity of state and local governments									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
1999-000503 STD		\$167,000	\$0	\$100,000	\$0	\$0	\$0	\$0	\$67,000
Teacher Education Accreditation Council, Inc , The, Newark, DE									
To pilot a new method of accreditation in the field of teacher education									
2002-001800 STD		\$0	\$70,000	\$0	\$0	\$0	\$0	\$0	\$70,000
Temple University, Philadelphia, PA									
For support of the Legal Advocacy for Patients Program for people with low incomes with chronic or terminal illnesses									
2002-001950 STD		\$0	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000
Temple University, Philadelphia, PA									
For support of the Institute on Disabilities to develop, implement and assess the effectiveness of a training curriculum for young adults with cerebral palsy to help them cope with physical and emotional problems									
2002-001893 STD		\$0	\$134,000	\$0	\$0	\$0	\$0	\$0	\$134,000
Temple University, Philadelphia, PA									
To support the Center for Social Policy and Community Development to provide housing referral and education services to low-income individuals enrolled in its employment and training programs									
1999-000427 STD		\$827,570	\$0	\$578,570	\$0	\$0	\$0	\$0	\$249,000
Texas A&M Research Foundation, Austin, TX									
To align standards for admission, placement and credit-granting among postsecondary institutions with high performance standards for high school graduation									
1999-000499 STD		\$349,075	\$0	\$95,770	\$0	\$0	\$0	\$0	\$253,305
Texas Foundation, Inc , The University of, El Paso, TX									
In support of citywide K-16 alignment of mathematics curriculum, instruction and assessment									
1997-002765 STD		\$115,000	\$0	\$0	\$0	\$0	\$0	\$0	\$115,000
Theatre Communications Group, Inc , New York, NY									
In support of the continuation and enhancement of the National Theater Artist Residency Program, a national, long-term residency program to strengthen partnerships between individual theater artists and nonprofit theater institutions									

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2002-001900 STD		\$0	\$80,000	\$0	\$0	\$0	\$0	\$0	\$80,000
Thomas Jefferson University Hospitals, Inc , Philadelphia, PA									
To coordinate health education services and facilitate chronic disease management groups for low-income individuals who reside in North Philadelphia, and participate in the programs of the Village of Arts and Humanities									
2001-002210-001 STD		\$90,000	\$0	\$90,000	\$0	\$0	\$0	\$0	\$0
Tides Center, San Francisco, CA									
To assess and publicize the risks and impacts of salmon farming in British Columbia on the environment and to eliminate or curtail the indiscriminate slaughter of seals and sea lions by salmon farmers									
2002-001381 STD		\$0	\$5,200,000	\$0	\$0	\$0	\$0	\$0	\$5,200,000
Tides Center, San Francisco, CA									
In support of the renewal of the Pew Internet & American Life Project to study the impact of the Internet on American life and to disseminate findings to policy makers, scholars and the media									
1999-000432 STD		\$1,048,000	\$0	\$872,000	\$0	\$0	\$0	\$0	\$176,000
Tides Center, San Francisco, CA									
For continued support of the Pew Center for Civic Journalism, as an incubator for civic journalism projects at news organizations around the country									
2001-000780 STD		\$8,200,000	\$0	\$2,530,000	\$0	\$0	\$0	\$0	\$5,670,000
Tides Center, San Francisco, CA									
In support of The Pew Research Center For The People & The Press to conduct research and opinion surveys on political social, economic and journalistic matters and to disseminate the results to policy makers, the media and the public									
2001-000779 STD		\$3,121,000	\$0	\$1,449,000	\$0	\$0	\$0	\$0	\$1,672,000
Tides Center, San Francisco, CA									
In support of multination public opinion surveys by the Pew Research Center For The People & The Press of attitudes toward globalization and democratization as well as conferences, publications and other activities to disseminate and foster public discussion of the results of the surveys									

Trust	0049-00-1/6	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
1999-002966 STD		\$2,360,000	\$0	\$2,360,000	\$0	\$0	\$0	\$0	\$0
Tides Center, San Francisco, CA									
To create an initiative of the Pew Research Center For The People & The Press to study the impact of the Internet on American life									
2001-001804-001 STD		\$120,000	\$0	\$120,000	\$0	\$0	\$0	\$0	\$0
Transitional Work Corporation, Philadelphia, PA									
In support of a planning process that would examine the pros and cons of replicating the transitional work program in other communities									
2001-001804 STD		\$800,000	\$0	\$575,000	\$0	\$0	\$0	\$0	\$225,000
Transitional Work Corporation, Philadelphia, PA									
For general operating support of the Transitional Work Corporation to operate a Philadelphia welfare-to-work program that provides short-term jobs, skills training and career mentoring to hard-to-serve welfare recipients									
2000-001783 STD		\$400,000	\$0	\$400,000	\$0	\$0	\$0	\$0	\$0
Trout Unlimited National Office, Arlington VA									
For support of a campaign to gain protection for native trout and trout habitat across the western United States									
2002-001864 STD		\$0	\$1,250,000	\$109,000	\$0	\$0	\$0	\$0	\$1,141,000
Trout Unlimited National Office, Arlington, VA									
In support of a national alliance of hunters and fishermen working to protect fish and wildlife populations on federal public lands									
2002-002638 STD		\$0	\$4,400,000	\$0	\$0	\$0	\$0	\$0	\$4,400,000
Trust for Early Education, Inc., The, Washington, DC									
For general operating support									
2002-000139 STD		\$0	\$3,865,000	\$3,865,000	\$0	\$0	\$0	\$0	\$0
Trust for Early Education, Inc., The, Washington, DC									
To support universal, voluntary access to high-quality early education for 3 and 4 year olds									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
1997-002533 STD Trustees of Boston University, Brookline, MA	\$50,000	\$0	\$50,000	\$0	\$0	\$0	\$0	\$0
To support a cross-national study of the cultural effects of globalization								
2000-001340 STD Trustees of Boston University, Boston, MA	\$2,269,000	\$0	\$758,000	\$0	\$0	\$0	\$0	\$1,511,000
To establish the Institute on Religion and World Affairs at Boston University and to support its research activities fellows program, curricular offerings and lecture series								
2002-000279 STD Trustees of Columbia University in the City of New York, New York, NY	\$0	\$3,200,000	\$1,180,000	\$0	\$0	\$0	\$0	\$2,020,000
To elevate public awareness and discussion of the medical liability crisis in Pennsylvania, to conduct research on the causes and consequences of the crisis, and to identify potential reforms to alleviate the crisis								
1999-001952 STD Trustees of Columbia University in the City of New York, New York, NY	\$3,018,000	\$0	\$1,781,000	\$0	\$0	\$0	\$0	\$1,237,000
In support of renewal of the National Arts Journalism Program								
1999-003822 STD Trustees of Columbia University in the City of New York, New York, NY	\$2,143,000	\$0	\$1,000,000	\$0	\$0	\$0	\$0	\$1,143,000
In support of the Project for Excellence in Journalism, an initiative spearheaded by journalists concerned about the purpose and standards of the American news media								
1999-001536 STD Trustees of the University of Pennsylvania, Philadelphia, PA	\$100,000	\$0	\$100,000	\$0	\$0	\$0	\$0	\$0
In support of the Greater Philadelphia High School Partnership, a program that provides service learning projects that link students from city and suburban high schools								
2001-002492 STD Trustees of the University of Pennsylvania, Philadelphia, PA	\$0	\$2,712,000	\$1,808,000	\$0	\$0	\$0	\$0	\$904,000
To promote better use of the Internet in local news coverage of campaigns and elections								

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2001-002325 STD Trustees of the University of Pennsylvania, Philadelphia, PA To assist Pew Fund grantees that serve elderly people	\$1,022,000	\$0	\$147,000	\$0	\$0	\$0	\$0	\$875,000
1999-000650 STD Trustees of the University of Pennsylvania, Philadelphia, PA To support the provision of assistance to Pew Fund grantees that serve elderly people	\$230,000	\$0	\$230,000	\$0	\$0	\$0	\$0	\$0
2000-001077 STD Trustees of the University of Pennsylvania, Philadelphia, PA In support of a project designed to increase political engagement and communications competence among public high school students	\$1,639,000	\$0	\$1,502,000	\$0	\$0	\$0	\$0	\$137,000
2001-002674 STD Trustees of the University of Pennsylvania, Philadelphia, PA Toward construction of the university's new life sciences building and for creation of laboratories within the building	\$2,100,000	\$0	\$0	\$0	\$0	\$0	\$0	\$2,100,000
1997-002394 STD Trustees of the University of Pennsylvania, Philadelphia, PA A challenge grant in support of the Philadelphia Neighborhood Information System, a project to develop a comprehensive community development database with information available at the block and neighborhood levels	\$50,000	\$0	\$23,473	\$26,527	\$0	\$0	\$0	\$0
2001-003930 STD Trustees of the University of Pennsylvania, Philadelphia, PA For support of the Earned Income Tax Credit Outreach and Assistance Project to help low-income working families in Philadelphia	\$0	\$534,000	\$105,000	\$0	\$0	\$0	\$0	\$429,000
2002-001894 STD Unemployment Information Center, Philadelphia, PA For continued operating support to provide benefits counseling and job-club services to poor and unemployed adults	\$0	\$70,000	\$0	\$0	\$0	\$0	\$0	\$70,000

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2001-003558 STD		\$0	\$1 000,000	\$700,000	\$0	\$0	\$0	\$0	\$300,000
Union of Concerned Scientists, Inc Washington, DC									
To support efforts to increase the nation's commitment to energy efficiency and renewable energy as a cornerstone of a balanced and environmentally sound energy policy									
2002-001373 STD		\$0	\$120,000	\$0	\$0	\$0	\$0	\$0	\$120,000
United Way of Southeast Delaware County, Chester, PA									
In support of the 2002 Annual Campaign									
2001-000884 STD		\$120,000	\$0	\$120,000	\$0	\$0	\$0	\$0	\$0
United Way of Southeast Delaware County, Chester, PA									
In support of the 2001 Annual Campaign									
2001-001724-001 STD		\$500,000	\$0	\$500,000	\$0	\$0	\$0	\$0	\$0
United Way of Southeastern Pennsylvania, Philadelphia, PA									
To improve the organization's technological capacity to conduct workplace campaigns and enhance ongoing communications with donors and other stakeholders									
2001-001724 STD		\$1 040,000	\$0	\$1,040,000	\$0	\$0	\$0	\$0	\$0
United Way of Southeastern Pennsylvania, Philadelphia, PA									
For the 2001 Annual Campaign to provide support to agencies delivering services to low-income children and their families, mobilize community support for addressing critical social needs and allocate resources to the Jewish Federation of Greater Philadelphia									
2002-001559 STD		\$0	\$940,000	\$0	\$0	\$0	\$0	\$0	\$940 000
United Way of Southeastern Pennsylvania, Philadelphia, PA									
For the 2002 Annual Campaign to assist agencies providing services to poor children and their families, to build agency capacity and mobilize community support for addressing critical social needs, and to allocate resources to the Jewish Federation of Greater Philadelphia									
2002-000398 STD		\$0	\$1 000,000	\$167,000	\$0	\$0	\$0	\$0	\$833,000
United Way of Southeastern Pennsylvania, Philadelphia, PA									
To improve the school readiness of young, at-risk, low-income children									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6 2000-003082 STD United Way of Southeastern Pennsylvania, Philadelphia, PA In support of the Philadelphia Neighborhood Development Collaborative, an operating support program for select community development corporations in Philadelphia	\$1,391,000	\$0	\$674,000	\$0	\$0	\$0	\$0	\$717,000
2000-002524 STD United Way of Southeastern Pennsylvania, Philadelphia, PA In support of the 2000 Campaign to improve the quality of preschool child care programs, develop quality standards and capacity-building strategies in two other service areas, and allocate resources to the Jewish Federation of Greater Philadelphia	\$345,000	\$0	\$345,000	\$0	\$0	\$0	\$0	\$0
1998-000219 STD University System of Georgia Foundation, Inc , Atlanta, GA To develop and implement performance standards and assessments for admission into postsecondary education and entrance into the workforce	\$186,000	\$0	\$145,000	\$0	\$0	\$0	\$0	\$41,000
2001-001610 STD Utah, The University of Salt Lake City, UT In support of a center that would act on behalf of the public in administrative actions relating to campaign finance and media public interest laws	\$2,482,000	\$0	\$1,002,000	\$0	\$0	\$0	\$0	\$1,480,000
1999-003254 STD Village of Arts and Humanities, Inc , Philadelphia, PA In support of general operations, as part of the Philadelphia Cultural Leadership Program	\$70,000	\$0	\$70,000	\$0	\$0	\$0	\$0	\$0
1997-003158 STD Walker Art Center, Minneapolis, MN In support of Artists and Communities at the Crossroads, a series of artist residencies, commissions and related educational programs, as part of the Program for Art Museums and Communities	\$48,000	\$0	\$48,000	\$0	\$0	\$0	\$0	\$0
1997-003624 STD Washington Foundation, The University of, Seattle, WA To develop an inventory on reform efforts in graduate education to better prepare future faculty	\$120,000	\$0	\$120,000	\$0	\$0	\$0	\$0	\$0

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2001-001628 STD Washington Wilderness Coalition, Seattle, WA	\$150,000	\$0	\$150,000	\$0	\$0	\$0	\$0	\$0
To support a public education campaign to protect wilderness in Washington								
1998-001139 STD Western Association of Schools and Colleges, Alameda, CA	\$242,000	\$0	\$151,000	\$0	\$0	\$0	\$0	\$91,000
To develop and implement new methods of accreditation								
2001-002836 STD WGBH Educational Foundation, Boston, MA	\$500,000	\$0	\$500,000	\$0	\$0	\$0	\$0	\$0
In support of The Commanding Heights, a three-part public television documentary that will provide a historical context for the debate over globalization, examine the pivotal changes of the last 10 years and explore America's future in an increasingly interconnected world								
1999-003785 STD White-Williams Foundation, Philadelphia PA	\$90,000	\$0	\$45,000	\$0	\$0	\$0	\$0	\$45,000
To support programs and services for low-income, high-achieving students attending Philadelphia public high schools								
2002-001915 STD Whosoever Gospel Mission and Rescue Association of Germantown, Philadelphia, PA	\$0	\$125,000	\$0	\$0	\$0	\$0	\$0	\$125,000
For continued support of the Career Track Learning Program, which equips homeless men with needed skills to achieve employment								
1999-003856 STD WHYY, Inc., Philadelphia, PA	\$57,500	\$0	\$15,500	\$0	\$0	\$0	\$0	\$42,000
To establish the Pennsylvania Public Radio News Network, an initiative to link the state's 15 public radio stations to increase coverage of statewide policy issues and to foster dialog and increased awareness among the public								
2000-002822-001 STD Wilderness Society, The, Washington, DC	\$116,000	\$0	\$116,000	\$0	\$0	\$0	\$0	\$0
To support a public education campaign to protect wilderness in Arizona								

Trust		Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust	0049-00-1/6								
2001-000328 STD		\$406,000	\$0	\$406,000	\$0	\$0	\$0	\$0	\$0
Wildlife Forever, Eden Prairie, MN									
For continued support of a coalition comprising sport hunting and fishing organizations engaging in protecting wildlife habitat on public lands									
2002-001442 STD		\$0	\$600,000	\$300,000	\$0	\$0	\$0	\$0	\$300,000
William J Brennan Jr Center for Justice, Inc , New York, NY									
For a project to support the defense of the recently passed Bipartisan Campaign Reform Act in the courts and before the Federal Election Commission									
1999-003252 STD		\$190,000	\$0	\$125,000	\$0	\$0	\$0	\$0	\$65,000
Wilma Theater, The, Philadelphia, PA									
In support of general operations, as part of the Philadelphia Cultural Leadership Program									
2002-001954 STD		\$0	\$90,000	\$0	\$0	\$0	\$0	\$0	\$90,000
Women's Association for Women's Alternatives, Inc , Swarthmore, PA									
To provide information and education to low-income people, and the social workers who serve them, to improve their ability to access available resources									
2002-001940 STD		\$0	\$120,000	\$0	\$0	\$0	\$0	\$0	\$120,000
Women's Community Revitalization Project, Philadelphia, PA									
To integrate employment counseling and support into the delivery of case management services for its residents									
2002-001940-001 STD		\$0	\$57,000	\$0	\$0	\$0	\$0	\$0	\$57,000
Women's Community Revitalization Project, Philadelphia, PA									
To improve the organization's management information system									
2002-001888 STD		\$0	\$100,000	\$0	\$0	\$0	\$0	\$0	\$100,000
Women's Law Project, Philadelphia, PA									
To improve the organization's communications and management information systems and provide related training for staff									

Trust	Begin Balance	Awards	Payments	PY Rescissions	CY Rescissions	Grant Returns	Transfers	End Balance
Pew Memorial Trust 0049-00-1/6								
2002-001751 STD Working Wardrobe, Philadelphia, PA	\$0	\$60,000	\$0	\$0	\$0	\$0	\$0	\$60,000
For operating support to provide workplace attire and life-skills classes to women moving from welfare to work								
2001-001327 STD World Resources Institute, Washington, DC	\$200,000	\$0	\$200,000	\$0	\$0	\$0	\$0	\$0
To support a collaborative effort with 10 leading multinational corporations aimed at catalyzing growth in the green-energy market through identification and implementation of cost-effective strategies for procuring green-energy supplies								
2001-001630 STD World Wildlife Fund Canada, Toronto, ON	\$975,000	\$0	\$975,000	\$0	\$0	\$0	\$0	\$0
For continued support of wilderness protection in the Yukon and Northwest Territories of Canada								
2001-001972 STD Yale University, New Haven, CT	\$2,700,000	\$0	\$384,000	\$0	\$0	\$0	\$0	\$2,316,000
In support of the Business Plan Competition for Nonprofits, an initiative to provide targeted guidance and resources to existing nonprofits most capable of launching and operating revenue-generating business ventures								
1997-003541 STD Yale University, New Haven, CT	\$737,000	\$0	\$689,000	\$0	\$0	\$0	\$0	\$48,000
To establish the Institute for the Advanced Study of Religion at Yale and to support its interdisciplinary program of fellowships, conferences and publications								
Total for PMT	\$236,357,672	\$97,957,000	\$160,093,489	\$12,328,554	\$0	\$1,324,730	\$0	\$163,217,359*

*END BALANCE COMPOSED OF:

GRANTS APPROVED IN PRIOR YEARS NOT PAID AS OF 12/31/2002	\$ 88,796,859.
GRANTS APPROVED IN CURRENT YEAR NOT PAID AS OF 12/31/2002	74,420,500.
	<u>163,217,359.</u>
	=====

• If you are filing for an Additional (not automatic) 3-Month Extension, complete only Part II and check this box

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

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

Part II Additional (not automatic) 3-Month Extension of Time - Must File Original and One Copy.

Form section with fields: Name of Exempt Organization (THE PEW MEMORIAL TRUST, THE GLENMEDE TRUST COMPANY), Employer identification number (2376234669), Number, street, and room or suite no (1650 MARKET STREET, SUITE 1200), City, town or post office, state, and ZIP code (PHILADELPHIA, PA 19103-7391).

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

Form section with checkboxes for various return types: Form 990, Form 990-EZ, Form 990-T, Form 1041-A, Form 5227, Form 8870, Form 990-BL, Form 990-PF, Form 990-T (trust other than above), Form 4720, Form 6069.

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

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

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

Form section with fields: 4 I request an additional 3-month extension of time until 11/17/2003; 5 For calendar year 2002, or other tax year beginning and ending; 6 If this tax year is for less than 12 months, check reason (Initial return, Final return, Change in accounting period); 7 State in detail why you need the extension (THE TAXPAYER IS STILL IN THE PROCESS OF GATHERING ADDITIONAL INFORMATION TO PREPARE A COMPLETE AND ACCURATE TAX RETURN FOR TAX YEAR ENDING 12/31/2002).

Form section 8a: If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions. Includes fields for tax amounts (\$ 1,289,000) and Balance Due (\$ - 0 -).

Signature and Verification

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

The Glenmede Trust Company, N.A

Signature line: Signature (By: James X. Mahaffey), Title (TRUSTEE), Date (08/14/2003)

Notice to Applicant - To Be Completed by the IRS

Form section with checkboxes for IRS approval status: We have approved this application, We have not approved this application (with 10-day grace period), We have not approved this application (after considering reasons), We cannot consider this application because it was filed after the due date, Other.

EXTENSION APPROVED

SEP 02 2003

Director line: Director (LINDA WEISKOPE FIELD), Date

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above

Form section for alternate mailing address: Name, Number and street (include suite, room, or apt no) Or a P O box number, City or town, province or state, and country (including postal or ZIP code)

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Note** Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time - Only submit original (no copies needed)

Note Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Type or print	Name of Exempt Organization	THE PEW MEMORIAL TRUST	Employer identification number
		THE GLENMEDE TRUST COMPANY 0049-00-1-6	23-6234669
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions	1650 MARKET STREET, SUITE 1200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	PHILADELPHIA, PA 19103-7391	

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

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T(sec 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the **whole group**, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-month, for 990-T corporation) extension of time until 08/15, 2003, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ calendar year 2002 or

▶ tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions \$ 1,289,000

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit \$ 989,000

c **Balance Due** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions 300,000

PAYMENT MADE WITH EFTPS \$

Signature and Verification

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

Signature ▶ *Dorothy McKeefe* Title ▶ TRUSTEE Date ▶ 05/14/2003

For Paperwork Reduction Act Notice, see Instruction Form 8868 (12 2000)